IN THE UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

	X
In re	: Chapter 11
DELPHI CORPORATION, et al.,	: Case No. 05-44481 (RDD)
Debtors.	: (Jointly Administered)
	x
<u>AFFIDAVIT</u>	OF SERVICE
	on according to law, depose and say that I am LLC, the Court appointed claims and noticing I cases.
the parties listed on <u>Exhibit A</u> hereto via ov <u>Exhibit B</u> hereto via electronic notification,	be served the documents listed below (i) upon vernight delivery, (ii) upon the parties listed on (iii) upon the parties listed on Exhibit C hereto I on Exhibit D hereto via postage pre-paid U.S.
Number 16573 (Tower Automotive,	sputed Issues With Respect To Proof Of Claim Inc.) ("Amended Statement of Disputed Issues 10976) [a copy of which is attached hereto as
Dated: November 21, 2007	/s/ Elizabeth Adam Elizabeth Adam
State of California County of Los Angeles	Ziizaootii 7 taani
Subscribed and sworn to (or affirmed) before Elizabeth Adam, personally known to me or evidence to be the person who appeared before the person who appeare	e me on this 21st day of November, 2007, by proved to me on the basis of satisfactory ore me.
Signature: /s/Leanne V. Rehder	_
Commission Expires: 3/2/08	

EXHIBIT A

05-44481-rdd Doc 11055 Filed 11/21/07 Entered 11/21/07 22:08:19 Main Document Poolis of a 58 Master Service List

COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	PHONE	FAX	EMAIL	PARTY / FUNCTION
Brown Rudnick Berlack Israels LLP	Robert J. Stark	Seven Times Square		New York	NY	10036	212-209-4800	212-2094801	rstark@brownrudnick.com	Indenture Trustee
Cohen, Weiss & Simon	Bruce Simon	330 W. 42nd Street		New York	NY	10036	212-356-0231	212-695-5436	bsimon@cwsnv.com	indentare rrustee
Curtis, Mallet-Prevost, Colt & mosle LLP	Steven J. Reisman	101 Park Avenue		New York	NY		2126966000	2126971559	sreisman@cm-p.com	Counsel to Flextronics International, Inc., Flextronics International USA, Inc.; Multek Flexible Circuits, Inc.; Sheldahl de Mexico S.A.de C.V.; Northfield Acquisition Co.; Flextronics Asia- Pacific Ltd.; Flextronics Technology (M) Sdn. Bhd
	Donald Bernstein						212-450-4092	212-450-3092	donald.bernstein@dpw.com	Counsel to Debtor's Postpetition
Davis, Polk & Wardwell	Brian Resnick	450 Lexington Avenue		New York	NY	10017	212-450-4213	212-450-3213	brian.resnick@dpw.com	Administrative Agent
Delphi Corporation	Sean Corcoran, Karen Craft	5725 Delphi Drive 5505 Corporate Drive		Troy	МІ	48098	248-813-2000	248-813-2491	sean.p.corcoran@delphi.com karen.j.craft@delphi.com	Debtors
Electronic Data Systems Corp.	Michael Nefkens	MSIA		Troy	MI	48098	248-696-1729	248-696-1739	mike.nefkens@eds.com	Creditor Committee Member
									1.000	Counsel to Flextronics
Flextronics International	Carrie L. Schiff	305 Interlocken Parkway		Broomfield	CO	80021	303-927-4853	303-652-4716	cschiff@flextronics.com	International
Flextronics International USA, Inc.	Paul W. Anderson	2090 Fortune Drive		San Jose	CA	95131	408-428-1308		paul.anderson@flextronics.co m	Counsel to Flextronics International USA, Inc.
IIIC.	Paul W. Allueison	6501 William Cannon		San Jose	CA	95131	400-420-1300		<u>III</u>	International OSA, Inc.
Freescale Semiconductor, Inc.	Richard Lee Chambers, III Brad Eric Sheler Bonnie Steingart	Drive West	MD: OE16	Austin	TX	78735	512-895-6357	512-895-3090	trey.chambers@freescale.com	Creditor Committee Member
Fried, Frank, Harris, Shriver & Jacobson	Vivek Melwani Jennifer L Rodburg Richard J Slivinski	One New York Plaza		New York	NY	10004	212-859-8000	212-859-4000	rodbuje@ffhsj.com sliviri@ffhsj.com	Counsel to Equity Security Holders Committee
FTI Consulting, Inc.	Randall S. Eisenberg	3 Times Square	11th Floor	New York	NY	10036	212-2471010	212-841-9350	randall.eisenberg@fticonsultin q.com	Financial Advisors to Debtors
General Electric Company	Valerie Venable	9930 Kincey Avenue	1141111001	Huntersville	NC	28078	704-992-5075	866-585-2386	valerie.venable@ge.com	Creditor Committee Member
		1701 Pennsylvania								
Groom Law Group	Lonie A. Hassel	Avenue, NW		Washington	DC	20006	202-857-0620	202-659-4503	Ihassel@groom.com	Counsel to Employee Benefits
Hodgson Russ LLP	Stephen H. Gross	1540 Broadway	24th FI	New York	NY	10036	212-751-4300	212-751-0928	sgross@hodgsonruss.com	Counsel to Hexcel Corporation
Honigman Miller Schwartz and		2290 First National	660 Woodward							Counsel to General Motors
Cohn LLP Honigman Miller Schwartz and	Frank L. Gorman, Esq.	Building 2290 First National	Avenue 660 Woodward	Detroit	MI	48226-3583	313-465-7000	313-465-8000	fgorman@honigman.com	Corporation Counsel to General Motors
Cohn LLP	Robert B. Weiss, Esq.	Building	Avenue	Detroit	MI	48226-3583	313-465-7000	313-465-8000	rweiss@honigman.com	Corporation
Internal Revenue Service	Attn: Insolvency Department	477 Michigan Ave	Mail Stop 15	Detroit	МІ	48226	313-628-3648	313-628-3602		Michigan IRS
Internal Revenue Service	Attn: Insolvency Department, Maria Valerio	290 Broadway	5th Floor	New York	NY	10007	212-436-1038	212-436-1931	mariaivalerio@irs.gov	IRS
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IUE-CWA	Conference Board Chairman	2360 W. Dorothy Lane	Suite 201	Dayton	OH	45439	937-294-7813	937-294-9164	h damayah @iaffariaa aara	Creditor Committee Member
Jefferies & Company, Inc,	William Q. Derrough	520 Madison Avenue	12th Floor	New York	NY	10022	212-284-2521	212-284-2470	bderrough@jefferies.com	UCC Professional
JPMorgan Chase Bank, N.A.	Richard Duker	270 Park Avenue		New York	NY	10017	212-270-5484	212-270-4016	richard.duker@jpmorgan.com	Prepetition Administrative Agent
JPMorgan Chase Bank, N.A.	Susan Atkins, Gianni Russello	277 Park Ave 8th Fl		New York	NY	10172	212-270-0426	212-270-0430	gianni.russello@jpmorgan.com susan.atkins@jpmorgan.com	Postpetition Administrative Agent
Kramer Levin Naftalis & Frankel LLP	Gordon Z. Novod	1177 Avenue of the Americas		New York	NY	10036	212-715-9100	212-715-8000	gnovod@kramerlevin.com	Counsel Data Systems Corporation; EDS Information Services, LLC

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COMPANY CONTACT ADDRESS ADDRESS CITY STATE ZIP PHONE FAX EMAIL PARTY PUNCTION CONTINUED IN STATE ZIP PHONE FAX EMAIL PARTY PUNCTION CONTINUED IN STATE ZIP PHONE FAX EMAIL PARTY PUNCTION CONTINUED IN STATE ZIP PHONE FAX EMAIL PARTY PUNCTION CONTINUED IN STATE ZIP PHONE FAX EMAIL PARTY PUNCTION CONTINUED IN STATE ZIP PHONE FAX EMAIL PARTY PUNCTION CONTINUED IN STATE ZIP PHONE FAX EMAIL PARTY PUNCTION CONTINUED IN STATE ZIP PHONE FAX EMAIL PARTY PUNCTION CONTINUED IN STATE ZIP PHONE FAX EMAIL PARTY PUNCTION CONTINUED IN STATE ZIP PHONE FAX EMAIL PARTY PUNCTION CONTINUED IN STATE ZIP PHONE FAX EMAIL PARTY PUNCTION CONTINUED IN STATE ZIP PHONE PARTY PUNCTION CONTINUED IN STATE ZIP											
Name	COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	PHONE	FAX	EMAIL	
ILP Norman Kontrain Consultations Sheep Methods Sheep Americas S	Kramor Lovin Naffalia & Franko	ı	1177 Avenue of the								
Kontramo Characteristance Computer Com					New York	NY	10036	212-715-9100	212-715-8000	tmaver@kramerlevin.com	
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Law Debendernor Triat of New York Debug					Ĭ						Counsel to Official Committee of
Daniel R. Fisher Live Daniel R. Fisher Daniel R. Fisher Daniel R. Fisher Daniel R. Fisher Live Daniel R. Fisher		Robert J. Rosenberg	885 Third Avenue		New York	NY	10022	212-906-1370	212-751-4864	robert.rosenberg@lw.com	Unsecured Creditors
Motherwork Mot	York	Daniel R. Fisher	400 Madison Ave	Fourth Floor	New York	NY	10017	212-750-6474	212-750-1361	daniel.fisher@lawdeb.com	Indenture Trustee
McDemort Will & Emery LLP Jason J. DeLoriker 227 West Monroe Street Suite 5400 Chicago L. 60666 312-372-2000 312-984-7700 delon/decengement of control for the Chicago L. 60666 312-372-2000 312-984-7700 delon/decengement of control for the Chicago L. 60666 312-372-2000 312-984-7700 delon/decengement of control for the Chicago L. 60666 312-372-2000 312-984-7700 delon/decengement of control for the Chicago L. 60666 312-372-2000 312-984-7700 delon/decengement of the Chicago L. 60666 312-372-3000		Patrick J. Healy	400 Madison Ave	Fourth Floor	New York	NY	10017	212-750-6474	212-750-1361	patrick.healy@lawdeb.com	
McDemort Will & Emery LLP Assen J. De Bornker 227 West Monroe Sheet Suite 5400 Chicagp L	McDermott Will & Emery LLP	David D. Cleary	227 West Monroe Street	Suite 5400	Chicago	IL	60606	312-372-2000	312-984-7700	dcleary@mwe.com	America, Inc.
McDemort Will & Emery LLP Mohain N. Khambasis 227 West Monroe Street Suite 5400 Chicago IL 60606 312-372-2000 312-484-7700 polark@mwe.com Counsel to Rectical North America. Inc. Counsel to Rectical North America. Counsel to Rectical North America. Counsel to Rectical North Proposed Counsel to The Official Proposed Counsel to Rectical Counsel to Rectical North Proposed Counsel to The Official P	McDermott Will & Emery LLP	Jason J. DeJonker	227 West Monroe Street	Suite 5400	Chicago	IL	60606	312-372-2000	312-984-7700	ideionker@mwe.com	
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McCount Will & Emery LLP Peter A. Clark 227 West Monroe Steet Suite 5400 Chicago L 60606 312.372.2000 312.384.7700 colark@mive.com America. Inc. Counter F. Hitchcook S301 Wisconsin Ave. N.W. Suite 350 Washington DC 20015 202.384.49800 202.384.49800 conh@mictiguelaw.com Counterle and Proposed Course to The Official Counter of The Official Counter of The Official Counte	McDermott Will & Emery LLP	Mohsin N. Khambati	227 West Monroe Street	Suite 5400	Chicago	IL	60606	312-372-2000	312-984-7700	mkhambati@mwe.com	
Comish F. Hitchcock S301 Wisconsin Ave. N.W. Sulte 350 Washington DC 20015 202-364-6900 202-364-9900 202-364	McDermott Will & Emery LLP	Peter A Clark	227 West Monroe Street	Suite 5400	Chicago		60606	312-372-2000	312-084-7700	nclark@mwe.com	
Montage Law Firm	McDerniott Will & Emery LLF	retel A. Clark	227 West Monioe Street	Suite 5400	Criicago	IL.	00000	312-372-2000	312-964-7700	pciark@mwe.com	
Actingue Law Firm											Proposed Counsel to The Official
Meditique Law Firm J. Brian McTigue S301 Wisconsin Ave. N.W. Suite 350 Washington DC 20015 202-364-6900 202-364-9900 202-364-9900 Disclaring micrograph Proposed Course to The Official Course of New York NY 10017 212-808-8366 212-882-5015 Disclaring micrograph Disclaring micrograph Proposed Course to The Official Course of New York NY 10017 212-808-8366 212-882-5015 Disclaring micrograph	McTigue Law Firm	Cornish F. Hitchcock	5301 Wisconsin Ave. N.W.	Suite 350	Washington	DC	20015	202-364-6900	202-364-9960	conh@mctiguelaw.com	
Mesirew Financial Leon Szlezinger 666 Third Ave 21st Floor New York NY 10017 212-808-8366 212-882-6015 Selzinger@mesirosinfinancial. Om UCC Professional UCC P											
Mesirow Financial Leon Sziezinger 666 Third Ave 21st Floor New York NY 10017 212-808-8366 212-682-5015 om	McTigue Law Firm	J. Brian McTigue	5301 Wisconsin Ave. N.W.	Suite 350	Washington	DC	20015	202-364-6900	202-364-9960	bmctique@mctiquelaw.com	
Cregory A Bray Esq Thomas R Kreller Esq James E Till Esq Subtray (Signature 1) Course to Cerberus Capital Management LP and Doice (Mark Schonfed, Regional Director Spitzer 1) Course to Cerberus Capital Management LP and Doice (Mark Schonfed, Regional Director Spitzer 1) Course to Cerberus Capital Management LP and Doice (Mark Schonfed, Regional Director Spitzer 1) Course to Cerberus Capital Management LP and Doice (Mark Schonfed, Regional Director Spitzer 1) Course to Cerberus Capital Management LP and Doice (Mark Schonfed, Regional Director Spitzer 1) Course to Cerberus Capital Management LP and Doice (Mark Schonfed, Regional Director Spitzer 1) Course to Cerberus Capital Management LP and Doice (Mark Schonfed, Regional Director Spitzer 1) Course to Cerberus Capital Management LP and Doice (Mark Schonfed, Regional Director Spitzer 1) Course to Cerberus Capital Management LP and Doice (Mark Schonfed, Regional Director Spitzer 1) Course to Cerberus Capital Management LP and Doice (Mark Schonfed, Regional Director Spitzer 1) Course to Cerberus Capital Management LP and Doice (Mark Schonfed, Regional Director 1) Course to Cerberus Capital Management LP and Doice (Mark Schonfed, Regional Director 1) Course to Cerberus Capital Management LP and Doice (Mark Schonfed, Regional Director 1) Course to Cerberus Capital Management LP and Doice (Mark Schonfed, Regional Director 1) Course to Cerberus Capital Management LP and Doice (Mark Schonfed, Regional Director 1) Course to Cerberus Capital Management LP and Doice (Mark Schonfed, Regional Director 1) Course to Cerberus Capital Management LP and Doice (Mark Schonfed, Regional Director 1) Course to Cerberus Capital Management LP and Doice (Mark Schonfed, Regional Director 1) Course to Cerberus Capital Management LP and Doice (Mark Schonfed, Regional Director 1) Course to Cerberus Capital Management LP and Doice (Mark Schonfed, Regional Director 1) Course to Cerberus Capital Management LP and Doice (Mark Schonfed, Regional Directo		Ĭ								Iszlezinger@mesirowfinancial.c	
Milbank Tweed Hadley & James E Till Esq Soft South Figueroa Street Soft Floor Los Angeles CA 90017 213-892-4000 213-629-5083	Mesirow Financial	Leon Szlezinger	666 Third Ave	21st Floor	New York	NY	10017	212-808-8366	212-682-5015	<u>om</u>	UCC Professional
Milbank Tweed Hadley & Thomas R Kreller Esq anse E Till Esq 60 South Figueroa Street 90th Floor 1.0s Angeles CA 9017 213-892-4000 213-829-5083 three fill@milbank.com 1.0s Angeles CA 9017 213-892-4000 213-83-61320 three fill@milbank.com 1.0s Angeles CA 9017 213-892-4000 213-83-61320 three fill@milbank.com 1.0s Angeles CA 9017 213-892-4000 213-83-61320 three fill@milbank.com 1.0s Angeles CA 9017 213-892-4000 213-83-61200 three fill@milbank.com 1.0s Angeles CA 9017 213-892-4000 213-83-61200 three fill@milbank.com 1.0s Angeles CA 9017 213-892-4000 213-83-61200 three fill@milbank.com 1.0s Angeles CA 9017 213-83-6100 three fill@milbank.com 1.0s Angeles CA 9017 212-84-6000 three fill@milbank.com 1.0s Angeles CA 9017 212-83-8000 212-84-8000 212-84-8000 213-83-6120 three fill@milbank.com 1.0s Angeles CA 9017 212-83-8000 212-83-6120 three fill@milbank.com 1.0s Angeles CA 9017 212-83-8000 212-84-8000 212-84-8000 212-84-8000 212-84-8000 212-84-8000 212-84-8000 212-84-8000 212-84-8000 212-84-80		Gregory A Bray Esq								gbray@milbank.com	Counsel to Cerberus Capital
Morrison Cohen LLP Joseph T. Moldovan, Esq. Morrison Cohen LLP Morrison Cohen LLP Joseph T. Moldovan, Esq. Morrison Cohen LLP Morrison Cohen LC Morri	Milbank Tweed Hadley &										
Morrison Cohen LLP	McCloy LLP	James E Till Esq	601 South Figueroa Street	30th Floor	Los Angeles	CA	90017	213-892-4000	213-629-5063		Investments LLC
Northeast Regional Office Northeast Regional Office Director											
Northeast Regional Office Director Sword Financial Center Room 4300 New York NY 10281 212-336-1100 212-336-1323 newyork@sec.gov Commission New York Attorney General's Office of New York State Spitzer 120 Broadway New York City NY 10271 212-416-8000 212-	Morrison Cohen LLP		909 Third Avenue		New York	NY	10022	2127358603	9175223103	<u>m</u>	
Office of New York State Spitzer 120 Broadway New York City NY 10271 212-416-8075 Lis Office Office O'Meveny & Myers LLP Robert Siegel 400 South Hope Street Los Angeles CA 90071 213-430-6000 213-430-6007 rsiegel@omm.com Special Labor Coursel O'Meveny & Myers LLP Janger 1625 Eye Street, N.W. Washington DC 20006 202-383-5300 202-383-5414 terman@omm.com Special Labor Coursel Pension Benefit Guaranty Jeffrey Cohen 1200 K Street, N.W. Suite 340 Washington DC 20005 202-326-4020 202-336-4112 darrick.sandra@pbgc.gov Guaranty Corporation Corporation Pension Benefit Guaranty Ralph L. Landy 1200 K Street, N.W. Suite 340 Washington DC 20005-4026 2023264020 2023264112 landy.ralph@pbgc.gov Chief Coursel to Pension Benefit Guaranty Corporation Corporation Ralph L. Landy 1200 K Street, N.W. Suite 340 Washington DC 20005-4026 2023264020 2023264112 landy.ralph@pbg.c.gov	Northeast Regional Office		3 World Financial Center	Room 4300	New York	NY	10281	212-336-1100	212-336-1323	newyork@sec.gov	
Office of New York State Spitzer 120 Broadway New York City NY 10271 212-146-8000 212-416-8075 us Office O'Melveny & Myers LLP Robert Siegel 400 South Hope Street Los Angeles CA 90071 213-430-6000 213-430-6000 213-430-6000 213-430-6000 Special Labor Counsel O'Melveny & Myers LLP Jornal, Jerman, Rachel Janger 1625 Eye Street, NW Washington DC 20006 202-383-5300 202-383-5414 tigerman@omm.com Special Labor Counsel Pension Benefit Guaranty Jeffrey Cohen 1200 K Street, N.W. Suite 340 Washington DC 200-326-4020 202-328-4112 garrick, sandra@pbgc.gov Counsel to Pension Benefit Corporation Ralph L. Landy 1200 K Street, N.W. Suite 340 Washington DC 20005-4026 2023264020 2023264112 agarick, sandra@pbgc.gov Counsel to Pension Benefit Corporation Ralph L. Landy 1200 K Street, N.W. Suite 340 Washington DC 20005-4026 2023264020 2023264112 agarick, sandra@pbgc.gov		Attorney General Eliot								william.dornbos@oag.state.ny.	New York Attorney General's
O'Melveny & Myers LLP Tom A. Jerman, Rachel Janger 1625 Eye Street, NW Washington DC 20006 202-383-5300 202-383-5414 tjerman@omm.com Special Labor Counsel garrick.sandra@pbgc.gov Guaranty Corporation Pension Benefit Guaranty Corporation Pension Benefit Guaranty Corporation Ralph L. Landy 1200 K Street, N.W. Suite 340 Washington DC 20005 202-326-4020 202-326-4020 202-326-4112 Mashington DC 20005 202-326-4112 Mashington DC 20005 202-326-4112 Mashington DC 20005-4026 202-326-4112 Mashington Daily (All All All All All All All All All Al	Office of New York State		120 Broadway		New York City	NY	10271	212-416-8000	212-416-6075	us	
O'Melveny & Myers LLP Janger 1625 Eye Street, NW Washington DC 20006 202-383-5300 202-383-5414 tjerman@omm.com Special Labor Counsel Pension Benefit Guaranty Corporation Jeffrey Cohen 1200 K Street, N.W. Suite 340 Washington DC 20005 202-326-4020 202-326-4112 efile@pbgc.gov Guaranty Corporation Pension Benefit Guaranty Pension Benefit Guaranty Corporation Pension P	O'Melveny & Myers LLP		400 South Hope Street		Los Angeles	CA	90071	213-430-6000	213-430-6407	rsiegel@omm.com	Special Labor Counsel
Pension Benefit Guaranty Corporation Pension Benefit Guaranty Corporation Pension Benefit Guaranty Corporation Pension Benefit Guaranty Corporation Ralph L. Landy Pension Benefit Guaranty Corporation Ralph L. Landy Pension Benefit Guaranty Corporation Ralph L. Landy Pension Benefit Guaranty Corporation Pension Benefit Guaranty Corporation Pension Benefit Guaranty Corporation DC 20005-4026 202-326-4020 202-326-4020 202-326-4112 Pension Benefit Guaranty Corporation Pension Benefit Guaranty Corporation DC 20005-4026 202-326-4020 202-326-4020 202-326-4112 Pension Benefit Guaranty Corporation Pension Benefit Guaranty Coveration Pension Benefit Guaranty Pension Benefit Guaranty Coveration Pension Benefit Guaranty P											
Corporation Jeffrey Cohen 1200 K Street, N.W. Suite 340 Washington DC 20005 202-326-4020 202-326-4012 effle@pbgc.gov Guaranty Corporation Chief Counsel to the Pension Benefit Guaranty Corporation Ralph L. Landy 1200 K Street, N.W. Suite 340 Washington DC 20005-4026 2023264020 2023264112 landy.ralph@pbgc.gov Benefit Guaranty Corporation Chief Counsel to the Pension Benefit Guaranty Corporation P. 20005-4026 2023264020 2023264112 landy.ralph@pbgc.gov Benefit Guaranty Corporation Chief Counsel to the Pension and Varianty Corporation P. 20005-4026 2023264020 2023264112 landy.ralph@pbgc.gov Benefit Guaranty Corporation Chief Counsel to the Pension and Varianty Corporation P. 20005-4026 2023264020 2023264112 landy.ralph@pbgc.gov Benefit Guaranty Corporation Chief Counsel to the Pension and Varianty Corporation P. 20005-4026 2023264020 2023264112 landy.ralph@pbgc.gov Benefit Guaranty Counsel to Freescale Semiconductor, Inc., ft/a Motorol Semiconductor Inc., ft/a Motorol P. 20005-4026 2023264020 212-262-5152 landy.ralph@pbgc.gov Benefit Guaranty Counsel to Motorol P. 20005-4026 2023264020 212-2403-5454 landy.ralph@pbgc.gov Benefit Guaranty Counsel to Motorol P. 20005-4026 2023264020 2023264112 landy.ralph@pbgc.gov Benefit Guaranty Counsel to Motorol P. 20005-4026 2023264020 2023264112 landy.ralph@pbgc.gov Benefit Guaranty Counsel to Motorol P. 20005-4026 2023264020 2023264112 landy.ralph@pbgc.gov Benefit Guaranty Counsel to Motorol P. 20005-4026 2023264020 2023264020 2023264020 2023264020 2023264020 2023264020 20	i i	Janger	1625 Eye Street, NW		Washington	DC	20006	202-383-5300	202-383-5414		'
Pension Benefit Guaranty Corporation Ralph L. Landy 1200 K Street, N.W. Suite 340 Washington DC 20005-4026 2023264020 2023264020 2023264112 Iandy.ralph@pbgc.gov Benefit Guaranty Corporation Counsel to the Pension Benefit Guaranty Corporation Counsel to the Pension Benefit Guaranty Corporation Counsel to Freescale Semiconductor, Inc., fl/ka Motorol Semiconductor Systems david.resnick@us.rothschild.co m Financial Advisor Counsel to Murata Electronics North America, Inc.; Fujikura America, Inc. Foliatronics North America, Inc.; Fujikura America, Inc. Shearman & Sterling LLP Douglas Bartner, Jill Frizzley Sep Lexington Avenue New York NY 10022 212-848-7179 Simpson Thatcher & Bartlett Kenneth S. Ziman, Robert H. Chief Counsel to the Pension Benefit Guaranty Counsel to Debtor's Prepetition Inc., fl/ka Motorol Semiconductor, Inc., fl/ka Motorol Benefit Guaranty Counsel to the Pension Benefit Guaranty Counsel to the P	,	Joffroy Cohon	1200 K Street N.W	Suite 240	Machinaton	DC	20005	202 226 4020	202 226 4442		
Corporation Ralph L. Landy 1200 K Street, N.W. Suite 340 Washington DC 20005-4026 2023264020 2023264112 landy.ralph@pbgc.gov Benefit Guaranty Corporation Counsel to Freescale Semiconductor, Inc., ffk/a Motorol Semiconductor, Inc., ffk/a Motorol Semiconductor, Inc., ffk/a Motorol Semiconductor, Inc., ffk/a Motorol Semiconductor Systems (April 1998) 212-262-5152 Striemer@phillipsnizer.com Semiconductor Systems (April 1998) 212-262-5152 Striemer@phillipsnizer.com Semiconductor Systems (April 1998) 212-262-5152 Striemer@phillipsnizer.com Semiconductor Systems (April 1998) 212-2403-3500 212-403-3500 212-403-5454 (Inc.) (April 1998) 212-2403-5454 (Inc.) (April 1998) 212-2403-3500 212-403-5454 (Inc.) (April 1998) 212-2403-5454 (Inc.) (April 1998) 212-		Jenrey Conen	1200 K Street, N.W.	Suite 340	wasnington	DC	20005	202-326-4020	202-320-4112	elle@pbgc.gov	
Phillips Nizer LLP Sandra A. Riemer 666 Fifth Avenue New York NY 10103 212-841-0589 212-262-5152 Sriemer@phillipsnizer.com Semiconductor, Inc., f/k/a Motorol Semiconductor Systems 1251 Avenue of the Americas New York NY 10020 212-403-3500 212-403-5454 Counsel to Murata Electronics North America, Inc.; Fujikura America, Inc. Shearman & Sterling LLP Douglas Bartner, Jill Frizzley Sp9 Lexington Avenue New York NY 10022 212-8484000 212-848-7179 Semiconductor, Inc., f/k/a Motorol Semiconductor Semiconductor, Inc., f/k/a Motorol Semiconduc		Ralph L. Landy	1200 K Street, N.W.	Suite 340	Washington	DC	20005-4026	2023264020	2023264112	landy.ralph@pbgc.gov	
Phillips Nizer LLP Sandra A. Riemer 666 Fifth Avenue New York NY 10103 212-841-0589 212-262-5152 Sriemer@phillipsnizer.com Semiconductor, Inc., f/k/a Motorol Semiconductor Systems 1251 Avenue of the Americas New York NY 10020 212-403-3500 212-403-5454 Counsel to Murata Electronics North America, Inc.; Fujikura America, Inc. Shearman & Sterling LLP Douglas Bartner, Jill Frizzley Sp9 Lexington Avenue New York NY 10022 212-8484000 212-848-7179 Semiconductor, Inc., f/k/a Motorol Semiconductor Semiconductor, Inc., f/k/a Motorol Semiconduc											
Phillips Nizer LLP Sandra A. Riemer 666 Fifth Avenue New York NY 10103 212-841-0589 212-262-5152 sriemer@phillipsnizer.com Semiconductor Systems 1251 Avenue of the Americas New York NY 10020 212-403-3500 212-403-5454 M											
Rothchild Inc. David L. Resnick Rothchild Inc. New York NY 10020 212-403-3500 212-403-3500 212-403-5454 Rothchild Inc. Rothchi	Phillips Nizer LLP	Sandra A. Riemer	666 Fifth Avenue		New York	NY	10103	212-841-0589	212-262-5152	sriemer@phillipsnizer.com	
Rothchild Inc. David L. Resnick Americas New York NY 10020 212-403-3500 212-403-5454 M Financial Advisor Counsel to Murata Electronics North America, Inc.; Fujikura America, Inc.; Fujikura America, Inc.; Fujikura America, Inc. Financial Advisor Counsel to Murata Electronics North America, Inc.; Fujikura America, Inc. Financial Advisor Counsel to Murata Electronics North America, Inc.; Fujikura America, Inc. Financial Advisor Counsel to Murata Electronics North America, Inc.; Fujikura America, Inc. Financial Advisor Counsel to Murata Electronics North America, Inc.; Fujikura America, Inc. Financial Advisor Counsel to Murata Electronics North America, Inc.; Fujikura America, Inc. Financial Advisor Counsel to Murata Electronics North America, Inc.; Fujikura America, Inc. Financial Advisor Counsel to Murata Electronics North America, Inc.; Fujikura America, Inc. Financial Advisor Counsel to Murata Electronics North America, Inc.; Fujikura America, Inc. Financial Advisor Counsel to Murata Electronics North America, Inc.; Fujikura America, Inc. Financial Advisor Counsel to Murata Electronics North America, Inc.; Fujikura America, Inc. Financial Advisor								_ : _ : . : : : : : : : : : : : : : : :			,
Seyfarth Shaw LLP Robert W. Dremluk 620 Eighth Ave New York NY 10018-1405 212-218-5500 212-218-5500 212-218-5506 rdremluk@seyfarth.com America, Inc.; Fujikura America, Inc. Fujikura A	Rothchild Inc.	David L. Resnick			New York	NY	10020	212-403-3500	212-403-5454		
Seyfarth Shaw LLP Robert W. Dremluk 620 Eighth Ave New York NY 10018-1405 212-218-5500 212-218-5500 212-218-5506 rdremluk@seyfarth.com America, Inc.; Fujikura America, Inc. dbartner@shearman.com jfrizzley@shearman.com jfrizzley@shearman.com kziman@stblaw.com Counsel to Debtor's Prepetition Administrative Agent, JPMorgan											
Seyfarth Shaw LLP Robert W. Dremluk 620 Eighth Ave New York NY 10018-1405 212-218-5500 212-218-5500 212-218-5500 dbartner@shearman.com ifrizzley@shearman.com Local Counsel to the Debtors											
Shearman & Sterling LLP Douglas Bartner, Jill Frizzley 599 Lexington Avenue New York NY 10022 212-8484000 212-848-7179 dbartner@shearman.com jfrizzley@shearman.com local Counsel to the Debtors kziman@stblaw.com Counsel to Debtor's Prepetition Administrative Agent, JPMorgan	Sevfarth Shaw LLP	Robert W. Dremluk	620 Eighth Ave		New York	NY	10018-1405	212-218-5500	212-218-5526	rdremluk@sevfarth.com	
Shearman & Sterling LLP Douglas Bartner, Jill Frizzley 599 Lexington Avenue New York NY 10022 212-8484000 212-848-7179 jfrizzley@shearman.com Local Counsel to the Debtors kziman@stblaw.com Counsel to Debtor's Prepetition Administrative Agent, JPMorgan	OSJIGITI ONGW EET	. Cobort W. Diominan	one digital 7 to				.3010 1100		2.2 2.0 0020		,
kziman@stblaw.com Counsel to Debtor's Prepetition	Shearman & Sterling LLP	Douglas Bartner, Jill Frizzlev	599 Lexington Avenue		New York	NY	10022	212-8484000	212-848-7179		Local Counsel to the Debtors
Simpson Thatcher & Bartlett Kenneth S. Ziman, Robert H. Administrative Agent, JPMorgan											
	Simpson Thatcher & Bartlett	Kenneth S. Ziman, Robert H									
					New York	NY	10017	212-455-2000	212-455-2502	wrussell@stblaw.com	

COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STA	TE ZIP	PHONE	FAX	EMAIL	PARTY / FUNCTION
									jbutler@skadden.com	
Skadden, Arps, Slate, Meagher	John Wm. Butler, John K.								ilyonsch@skadden.com	
& Flom LLP	Lyons, Ron E. Meisler	333 W. Wacker Dr.	Suite 2100	Chicago	IL	60606	312-407-0700	312-407-0411	rmeisler@skadden.com	Counsel to the Debtor
Skadden, Arps, Slate, Meagher	Kayalyn A. Marafioti,								kmarafio@skadden.com	
& Flom LLP	Thomas J. Matz	4 Times Square	P.O. Box 300	New York	NY	10036	212-735-3000	212-735-2000	tmatz@skadden.com	Counsel to the Debtor
										Counsel to Movant Retirees and
Spencer Fane Britt & Browne		1 North Brentwood				22125		044 000 4050		Proposed Counsel to The Official
LLP	Daniel D. Doyle	Boulevard	Tenth Floor	St. Louis	МО	63105	314-863-7733	314-862-4656	ddoyle@spencerfane.com	Committee of Retirees Counsel to Movant Retirees and
Spencer Fane Britt & Browne		1 North Brentwood								Proposed Counsel to The Official
LLP	Nicholas Franke	Boulevard	Tenth Floor	St. Louis	МО	63105	314-863-7733	314-862-4656	nfranke@spencerfane.com	Committee of Retirees
	Chester B. Salomon.								cp@stevenslee.com	
Stevens & Lee. P.C.	Constantine D. Pourakis	485 Madison Avenue	20th Floor	New York	NY	10022	2123198500	2123198505	cs@stevenslee.com	Counsel to Wamco, Inc.
Togut, Segal & Segal LLP	Albert Togut	One Penn Plaza	Suite 3335	New York	NY	10119	212-594-5000	212-967-4258	altogut@teamtogut.com	Conflicts Counsel to the Debtors
	MaryAnn Brereton, Assistant									
Tyco Electronics Corporation	General Counsel	60 Columbia Road		Morristown	NJ	7960	973-656-8365	973-656-8805		Creditor Committee Member
								212-668-2255		
United States Trustee	Alicia M. Leonhard	33 Whitehall Street	21st Floor	New York	NY	10004 2112	2 212-510-0500	does not take service via fax		Counsel to United States Trustee
Officed States Trustee	Alicia W. Leorinard	33 Willerian Street	2151 F1001	New TOIK	INI	10004-2112	2 12-5 10-0500	Service via lax		Proposed Conflicts Counsel to the
			301 Commerce							Official Committee of Unsecured
Warner Stevens, L.L.P.	Michael D. Warner	1700 City Center Tower II	Street	Fort Worth	TX	76102	817-810-5250	817-810-5255	mwarner@warnerstevens.com	Creditors
										Counsel to General Motors
Weil, Gotshal & Manges LLP	Harvey R. Miller	767 Fifth Avenue		New York	NY	10153	212-310-8500	212-310-8077	harvey.miller@weil.com	Corporation
Weil, Gotshal & Manges LLP	Jeffrey L. Tanenbaum, Esq.	767 Fifth Avenue		New York	NY	10153	212-310-8000	212-310-8007	ieff.tanenbaum@weil.com	Counsel to General Motors Corporation
VVCII, Ootsiiai & ivialiges LLF	ocincy L. Tanenbaum, Esq.	707 THUI AVEHUE		TACAN LOLK	INI	10133	212-310-0000	212-310-0007	jon.tanenbaum@weii.com	
Weil, Gotshal & Manges LLP	Martin J. Bienenstock, Esq.	767 Fifth Avenue		New York	NY	10153	212-310-8000	212-310-8007	martin.bienenstock@weil.com	Counsel to General Motors Corporation
Well, Gotshal & Manges LLP	martin J. Dienenstock, ESq.	707 I IIIII AVEIIUE		INCM TOLK	INI	10100	212-310-0000	212-310-0007	martin.bierieristock@well.com	Counsel to General Motors
Weil, Gotshal & Manges LLP	Michael P. Kessler, Esq.	767 Fifth Avenue		New York	NY	10153	212-310-8000	212-310-8007	michael.kessler@weil.com	Corporation
<u> </u>			1100 North						scimalore@wilmingtontrust.co	Creditor Committee
Wilmington Trust Company	Steven M. Cimalore	Rodney Square North	Market Street	Wilmington	DE	19890	302-636-6058	302-636-4143	<u>m</u>	Member/Indenture Trustee

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Delphi Corporation Special Parties

Company	Contact	Address1	City	State	Zip	Phone	Fax	Party/Function
Akin Gump Strauss Hauer &		1333 New Hampshire						Counsel to TAI Unsecured
Feld, LLP	David M Dunn	Ave NW	Washington	DC	20036	202-887-4000	202-887-4288	Creditors Liquidating Trust
Akin Gump Strauss Hauer &								Counsel to TAI Unsecured
Feld, LLP	Ira S Dizengoff	590 Madison Ave	New York	NY	10022-2524	212-872-1000	212-872-1002	Creditors Liquidating Trust
		200 East Randolph						Counsel to Tower Automotive
Kirkland & Ellis LLP	Ryan A. Bennett	Drive	Chicago	IL	60601	312-861-2000	312-861-2200	Inc.

EXHIBIT B

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COMPANY Brown Rudnick Berlack Israels	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	PHONE	FAX	EMAIL	PARTY / FUNCTION
LLP	Robert J. Stark	Seven Times Square		New York	NY	10036	212-209-4800	212-2094801	rstark@brownrudnick.com	Indenture Trustee
Cohen, Weiss & Simon	Bruce Simon	330 W. 42nd Street		New York	NY	10036	212-356-0231	212-695-5436	bsimon@cwsny.com	
Curtis, Mallet-Prevost, Colt & mosle LLP	Steven J. Reisman	101 Park Avenue		New York	NY	10178-0061	2126966000	2126971559	sreisman@cm-p.com	Counsel to Flextronics International, Inc., Flextronics International USA, Inc.; Multek Flexible Circuits, Inc.; Sheldahl de Mexico S.A.de C.V.; Northfield Acquisition Co.; Flextronics Asia- Pacific Ltd.; Flextronics Technology (M) Sdn. Bhd
	Donald Bernstein						212-450-4092	212-450-3092	donald.bernstein@dpw.com	Counsel to Debtor's Postpetition
Davis, Polk & Wardwell	Brian Resnick	450 Lexington Avenue		New York	NY	10017	212-450-4213	212-450-3213	brian.resnick@dpw.com	Administrative Agent
Delphi Corporation Electronic Data Systems Corp.	Sean Corcoran, Karen Craft Michael Nefkens	5505 Corporate Drive MSIA		Troy	MI	48098 48098	248-813-2000 248-696-1729	248-813-2491 248-696-1739	sean.p.corcoran@delphi.com karen.j.craft@delphi.com mike.nefkens@eds.com	Debtors Creditor Committee Member Counsel to Flextronics
Flextronics International	Carrie L. Schiff	305 Interlocken Parkway		Broomfield	CO	80021	303-927-4853	303-652-4716	cschiff@flextronics.com	International
Flextronics International USA, Inc.	Paul W. Anderson	2090 Fortune Drive		San Jose	CA	95131	408-428-1308		<u>paul.anderson@flextronics.co</u> <u>m</u>	Counsel to Flextronics International USA, Inc.
Freescale Semiconductor, Inc.	Richard Lee Chambers, III Brad Eric Sheler Bonnie Steingart	6501 William Cannon Drive West	MD: OE16	Austin	TX	78735	512-895-6357	512-895-3090	trey.chambers@freescale.com	Creditor Committee Member
Fried, Frank, Harris, Shriver & Jacobson	Vivek Melwani Jennifer L Rodburg Richard J Slivinski	One New York Plaza		New York	NY	10004	212-859-8000	212-859-4000	rodbuje@ffhsj.com sliviri@ffhsj.com	Counsel to Equity Security Holders Committee
									randall.eisenberg@fticonsultin	
FTI Consulting, Inc.	Randall S. Eisenberg	3 Times Square	11th Floor	New York	NY	10036	212-2471010	212-841-9350	g.com	Financial Advisors to Debtors
General Electric Company	Valerie Venable	9930 Kincey Avenue		Huntersville	NC	28078	704-992-5075	866-585-2386	valerie.venable@ge.com	Creditor Committee Member
Groom Law Group	Lonie A. Hassel	1701 Pennsylvania Avenue, NW		Washington	DC	20006	202-857-0620	202-659-4503	lhassel@groom.com	Counsel to Employee Benefits
Hodgson Russ LLP	Stephen H. Gross	1540 Broadway	24th FI	New York	NY	10036	212-751-4300	212-751-0928	sgross@hodgsonruss.com	Counsel to Hexcel Corporation
Honigman Miller Schwartz and Cohn LLP	Frank L. Gorman, Esq.	2290 First National Building	660 Woodward Avenue	Detroit	MI		313-465-7000	313-465-8000	fgorman@honigman.com	Counsel to General Motors Corporation
Honigman Miller Schwartz and		2290 First National	660 Woodward							Counsel to General Motors
Cohn LLP	Robert B. Weiss, Esq.	Building	Avenue	Detroit	MI		313-465-7000	313-465-8000	rweiss@honigman.com	Corporation
Jefferies & Company, Inc,	William Q. Derrough	520 Madison Avenue	12th Floor	New York	NY	10022	212-284-2521	212-284-2470	bderrough@jefferies.com	UCC Professional
JPMorgan Chase Bank, N.A.	Richard Duker	270 Park Avenue		New York	NY	10017	212-270-5484	212-270-4016	richard.duker@jpmorgan.com	Prepetition Administrative Agent
JPMorgan Chase Bank, N.A.	Susan Atkins, Gianni Russello	277 Park Ave 8th Fl		New York	NY	10172	212-270-0426	212-270-0430	susan.atkins@jpmorgan.com	Postpetition Administrative Agent
Kramer Levin Naftalis & Franke		1177 Avenue of the				40000	242 = 45 2422	040 747 0000		Counsel Data Systems Corporation; EDS Information
LLP Kramer Levin Naftalis & Franke	Gordon Z. Novod I Thomas Moers Mayer	Americas 1177 Avenue of the Americas		New York	NY	10036	212-715-9100 212-715-9100	212-715-8000	gnovod@kramerlevin.com tmayer@kramerlevin.com	Services, LLC Counsel Data Systems Corporation; EDS Information Services, LLC
Kurtzman Carson Consultants	Sheryl Betance	2335 Alaska Ave		El Segundo	CA	90245	310-823-9000	310-823-9133	sbetance@kccllc.com	Noticing and Claims Agent
Latham & Watkins LLP	Robert J. Rosenberg	885 Third Avenue		New York	NY		212-906-1370	212-751-4864	robert.rosenberg@lw.com	Counsel to Official Committee of Unsecured Creditors

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Delphi Corporation
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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	PHONE	FAX	EMAIL	PARTY / FUNCTION
Law Debenture Trust of New York	Daniel R. Fisher	400 Madison Ave	Fourth Floor	New York	NY	10017	212-750-6474	212-750-1361	daniel.fisher@lawdeb.com	Indenture Trustee
Law Debenture Trust of New York	Patrick J. Healy	400 Madison Ave	Fourth Floor	New York	NY	10017	212-750-6474	212-750-1361	patrick.healv@lawdeb.com	Indenture Trustee
	j									Counsel to Recticel North
McDermott Will & Emery LLP	Jason J. DeJonker	227 West Monroe Street	Suite 5400	Chicago	IL	60606	312-372-2000	312-984-7700	jdejonker@mwe.com	America, Inc. Counsel to Recticel North
McDermott Will & Emery LLP	Peter A. Clark	227 West Monroe Street	Suite 5400	Chicago	IL	60606	312-372-2000	312-984-7700	pclark@mwe.com	America, Inc. Counsel to Movant Retirees and
										Proposed Counsel to The Official
McTigue Law Firm	Cornish F. Hitchcock	5301 Wisconsin Ave. N.W.	Suite 350	Washington	DC	20015	202-364-6900	202-364-9960	conh@mctiguelaw.com	Committee of Retirees Counsel to Movant Retirees and
Matiena Laureian	I Dia Matiena	5004 M/S A NIM	0.11.050	M/	D.O.	00045	000 004 0000	000 004 0000	h ti	Proposed Counsel to The Official
McTigue Law Firm	J. Brian McTigue	5301 Wisconsin Ave. N.W.	. Suite 350	Washington	DC	20015	202-364-6900	202-364-9960	bmctigue@mctiguelaw.com lszlezinger@mesirowfinancial.	Committee of Retirees
Mesirow Financial	Leon Szlezinger	666 Third Ave	21st Floor	New York	NY	10017	212-808-8366	212-682-5015	com	UCC Professional
	Gregory A Bray Esq								gbray@milbank.com	Counsel to Cerberus Capital
Milbank Tweed Hadley & McCloy LLP	Thomas R Kreller Esq James E Till Esq	601 South Figueroa Street	30th Floor	Los Angeles	CA	90017	213-892-4000	213-629-5063	tkreller@milbank.com itill@milbank.com	Management LP and Dolce Investments LLC
Mooley ELI	barros E Till Esq	oor codarrigacioa cacca	0001111001	Loo 7 tingeres	O/ t	00017	210 002 1000	210 020 0000	imoldovan@morrisoncohen.co	Counsel to Blue Cross and Blue
Morrison Cohen LLP	Joseph T. Moldovan, Esq. Mark Schonfeld, Regional	909 Third Avenue		New York	NY	10022	2127358603	9175223103	<u>m</u>	Shield of Michigan
Northeast Regional Office	Director	3 World Financial Center	Room 4300	New York	NY	10281	212-336-1100	212-336-1323	newyork@sec.gov	Securities and Exchange Commission
	Attorney General Eliot								william.dornbos@oag.state.nv.	New York Attorney General's
Office of New York State	Spitzer	120 Broadway		New York City	NY	10271	212-416-8000	212-416-6075	<u>us</u>	Office
O'Melveny & Myers LLP	Robert Siegel Tom A. Jerman, Rachel	400 South Hope Street		Los Angeles	CA	90071	213-430-6000	213-430-6407	rsiegel@omm.com	Special Labor Counsel
O'Melveny & Myers LLP	Janger	1625 Eye Street, NW		Washington	DC	20006	202-383-5300	202-383-5414	tjerman@omm.com	Special Labor Counsel
Pension Benefit Guaranty Corporation	Jeffrey Cohen	1200 K Street, N.W.	Suite 340	Washington	DC	20005	202-326-4020	202-326-4112	efile@pbqc.gov	Counsel to Pension Benefit Guaranty Corporation
Pension Benefit Guaranty		,								Chief Counsel to the Pension
Corporation	Ralph L. Landy	1200 K Street, N.W.	Suite 340	Washington	DC	20005-4026	2023264020	2023264112	landy.ralph@pbgc.gov	Benefit Guaranty Corporation
										Counsel to Freescale Semiconductor, Inc., f/k/a
Phillips Nizer LLP	Sandra A. Riemer	666 Fifth Avenue		New York	NY	10103	212-841-0589	212-262-5152	sriemer@phillipsnizer.com	Motorola Semiconductor Systems
5 4 4 4 4 4		1251 Avenue of the				40000			david.resnick@us.rothschild.c	
Rothchild Inc.	David L. Resnick	Americas		New York	NY	10020	212-403-3500	212-403-5454	<u>om</u>	Financial Advisor
										Counsel to Murata Electronics North America, Inc.; Fujikura
Seyfarth Shaw LLP	Robert W. Dremluk	620 Eighth Ave		New York	NY	10018-1405	212-218-5500	212-218-5526	rdremluk@seyfarth.com	America, Inc., Fujikura
Ohanna A Ohadina II B	Decile Bedee BUE	500 - 1-1-1-1		Na Wal	ND/	10000	040 0404000	010 010 7170	dbartner@shearman.com	Level Comments the Bolton
Shearman & Sterling LLP	Douglas Bartner, Jill Frizzle	y 599 Lexington Avenue		New York	NY	10022	212-8484000	212-848-7179	jfrizzley@shearman.com kziman@stblaw.com	Local Counsel to the Debtors
Simpson Thatcher & Bartlett	Kenneth S. Ziman, Robert F	١.							rtrust@stblaw.com	Counsel to Debtor's Prepetition Administrative Agent, JPMorgan
LLP	Trust, William T. Russell, Jr	. 425 Lexington Avenue		New York	NY	10017	212-455-2000	212-455-2502	wrussell@stblaw.com	Chase Bank, N.A.
Skadden, Arps, Slate, Meagher	John Wm. Butler, John K.								jbutler@skadden.com ilvonsch@skadden.com	
& Flom LLP	Lyons, Ron E. Meisler	333 W. Wacker Dr.	Suite 2100	Chicago	IL	60606	312-407-0700	312-407-0411	rmeisler@skadden.com	Counsel to the Debtor
Skadden, Arps, Slate, Meagher		4 Times Court	D O D	New Yest	NIV	40000	040 705 0000	040 705 0000	kmarafio@skadden.com	Coursed to the Delite
& Flom LLP	Thomas J. Matz	4 Times Square	P.O. Box 300	New York	NY	10036	212-735-3000	212-735-2000	tmatz@skadden.com	Counsel to the Debtor

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Delphi Corporation
Master Service List

COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STAT	E ZIP	PHONE	FAX	EMAIL	PARTY / FUNCTION
COM AIT	CONTACT	ADDICEOUT	ADDICEOUZ	OIII	OIA	L ZII	THORE	IAA	LWAL	Counsel to Movant Retirees and
Spencer Fane Britt & Browne		1 North Brentwood								Proposed Counsel to The Official
LLP	Daniel D. Doyle	Boulevard	Tenth Floor	St. Louis	MO	63105	314-863-7733	314-862-4656	ddoyle@spencerfane.com	Committee of Retirees
										Counsel to Movant Retirees and
Spencer Fane Britt & Browne		1 North Brentwood								Proposed Counsel to The Official
LLP	Nicholas Franke	Boulevard	Tenth Floor	St. Louis	MO	63105	314-863-7733	314-862-4656	nfranke@spencerfane.com	Committee of Retirees
	Chester B. Salomon,								cp@stevenslee.com	
Stevens & Lee, P.C.	Constantine D. Pourakis	485 Madison Avenue	20th Floor	New York	NY	10022	2123198500	2123198505	cs@stevenslee.com	Counsel to Wamco, Inc.
Togut, Segal & Segal LLP	Albert Togut	One Penn Plaza	Suite 3335	New York	NY	10119	212-594-5000	212-967-4258	altogut@teamtogut.com	Conflicts Counsel to the Debtors
										Proposed Conflicts Counsel to the
			301 Commerce							Official Committee of Unsecured
Warner Stevens, L.L.P.	Michael D. Warner	1700 City Center Tower II	Street	Fort Worth	TX	76102	817-810-5250	817-810-5255	mwarner@warnerstevens.com	
										Counsel to General Motors
Weil, Gotshal & Manges LLP	Harvey R. Miller	767 Fifth Avenue		New York	NY	10153	212-310-8500	212-310-8077	harvey.miller@weil.com	Corporation
						10150	0.40 0.40 0000			Counsel to General Motors
Weil, Gotshal & Manges LLP	Jeffrey L. Tanenbaum, Esq.	767 Fifth Avenue		New York	NY	10153	212-310-8000	212-310-8007	jeff.tanenbaum@weil.com	Corporation
										Counsel to General Motors
Weil, Gotshal & Manges LLP	Martin J. Bienenstock, Esq.	767 Fifth Avenue		New York	NY	10153	212-310-8000	212-310-8007	martin.bienenstock@weil.com	Corporation
										Counsel to General Motors
Weil, Gotshal & Manges LLP	Michael P. Kessler, Esq.	767 Fifth Avenue		New York	NY	10153	212-310-8000	212-310-8007	michael.kessler@weil.com	Corporation
			1100 North						scimalore@wilmingtontrust.co	Creditor Committee
Wilmington Trust Company	Steven M. Cimalore	Rodney Square North	Market Street	Wilmington	DE	19890	302-636-6058	302-636-4143	<u>m</u>	Member/Indenture Trustee

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	FAX	EMAIL	PARTY / FUNCTION
								34 956 226			
Adalberto Cañadas Castillo		Avda Ramon de Carranza	10-1°	Cadiz		11006	Spain	311		adalberto@canadas.com	Representative to DASE
											Attorneys for Fry's Metals Inc. and
Adler Pollock & Sheehan PC	Joseph Avanzato	One Citizens Plz 8th Fl		Providence	RI	02903		401-274-7200	401-751-0604	iavanzato@apslaw.com	Specialty Coatings Systems Eft
Akin Gump Strauss Hauer & Feld		1333 New Hampshire Ave		. 1011001100		02000		10.12.1.1200		Javan Zato (& apolawicom	Counsel to TAI Unsecured
LLP	David M Dunn	NW		Washington	DC	20036		202-887-4000	202-887-4288	ddunn@akingump.com	Creditors Liquidating Trust
Akin Gump Strauss Hauer & Feld	,										Counsel to TAI Unsecured
LLP	Ira S Dizengoff	590 Madison Ave		New York	NY	10022-2524		212-872-1000	212-872-1002	idizengoff@akingump.com	Creditors Liquidating Trust
Akin Gump Strauss Hauer & Feld											
LLP	Peter J. Gurfein	2029 Centure Park East	Suite 2400	Los Angeles	CA	90067		310-552-6696	310-229-1001	pgurfein@akingump.com	Counsel to Wamco, Inc.
Allen Matkins Leck Gamble &											
Mallory LLP	Michael S. Greger	1900 Main Street	Fifth Floor	Irvine	CA	92614-7321		949-553-1313	949-553-8354	mgreger@allenmatkins.com	Counsel to Kilroy Realty, L.P.
Aletes & Died II D	O	OO Dark Assaura		Nam Vasle	NY	40040		040 040 0400	040 000 0004		Counsel to Cadence Innovation,
Alston & Bird, LLP	Craig E. Freeman	90 Park Avenue		New York	INY	10016		212-210-9400	212-922-3891	craig.freeman@alston.com	Counsel to Cadence Innovation,
											LLC, PD George Co, Furukawa
											Electric Companay, Ltd., and
	Dennis J. Connolly; David									dconnolly@alston.com	Furukawa Electric North America
Alston & Bird, LLP	A. Wender	1201 West Peachtree Street		Atlanta	GA	30309		404-881-7269	404-253-8554		APD, Inc.
Alotori & Bird, EEI	71. TTCHGCI	1201 West I cashace street		rtiarita	0,1	00000		404 001 7200	101 200 0001	dwerider (againstorm.com	Representative for Ambrake
Ambrake Corporation	Brandon J. Kessinger	300 Ring Road		Elizabethtown	KY	42701		270-234-5428	270-737-3044	bkessinger@akebono-usa.com	•
American Axle & Manufacturing,	J	One Dauch Drive, Mail Code				-					Representative for American Axle
Inc.	Steven R. Keyes	6E-2-42		Detroit	MI	48243		313-758-4868		steven.keyes@aam.com	& Manufacturing, Inc.
	•										Counsel to ITW Mortgage
Andrews Kurth LLP	Gogi Malik	1717 Main Street	Suite 3700	Dallas	TX	75201		214-659-4400	214-659-4401	gogimalik@andrewskurth.com	Investments IV, Inc.
											Counsel to ITW Mortgage
Andrews Kurth LLP	Monica S. Blacker	1717 Main Street	Suite 3700	Dallas	TX	75201		214-659-4400	214-659-4401	mblacker@andrewskurth.com	Investments IV, Inc.
Anglin, Flewelling, Rasmussen,											Counsel to Stanley Electric Sales
Campbell & Trytten, LLP	Mark T. Flewelling	199 South Los Robles Avenue	Suite 600	Pasadena	CA	91101-2459		626-535-1900	626-577-7764	mtf@afrct.com	of America, Inc.
A	Mitchell D. Ochor	4075 December		NaVast.	NY	40040		040 404 0000	040 404 0000	O-b Mit-b-II @	Counsel to Pullman Bank and
Arent Fox PLLC	Mitchell D. Cohen	1675 Broadway		New York	INY	10019		212-484-3900	212-484-3990	Cohen.Mitchell@arentfox.com	Trust Company Counsel to Pullman Bank and
Arent Fox PLLC	Robert M. Hirsh	1675 Broadway		New York	NY	10019		212 494 2000	212 494 2000	Hirsh.Robert@arentfox.com	Trust Company
Aleil Fox FLLC	RODEIT IVI. HIISH	1075 Broadway		New TOIK	INT	10019		212-404-3900	212-404-3990	HIISH.Robert@arentiox.com	Counsel to Daishinku (America)
											Corp. d/b/a KDS America
											("Daishinku"), SBC
Arnall Golden Gregory LLP	Darryl S. Laddin	171 17th Street NW	Suite 2100	Atlanta	GA	30363-1031		404-873-8120	404-873-8121	dladdin@agg.com	Telecommunications, Inc. (SBC)
	,										Counsel to CSX Transportation,
Arnold & Porter LLP	Joel M. Gross	555 Twelfth Street, N.W.		Washington	D.C.	20004-1206		202-942-5000	202-942-5999	joel gross@aporter.com	Inc.
ATS Automation Tooling Systems	3									cgalloway@atsautomation.co	
Inc.	Carl Galloway	250 Royal Oak Road		Cambridge	Ontario	N3H 4R6	Canada	519-653-4483	519-650-6520	<u>m</u>	Company
											Attorney for Alabama Power
Balch & Bingham LLP	Eric T. Ray	PO Box 306		Birmingham	AL	35201		205-251-8100	205-226-8799	eray@balch.com	Company
											Counsel to Motion Industries, Inc.,
Barack, Ferrazzano, Kirschbaum	V	000 14/14 17 01 01 0000		O1 :		00000		040 004 0400	040 004 0450		EIS, Inc. and Johnson Industries,
& Nagelberg LLP	Kimberly J. Robinson	200 W Madison St Ste 3900		Chicago	IL	60606		312-984-3100	312-984-3150	kim.robinson@bfkn.com	Inc.
Barask Farrange Kirashhaum											Counsel to Motion Industries, Inc.,
Barack, Ferrazzano, Kirschbaum & Nagelberg LLP	William J. Barrett	200 W Madison St Ste 3900		Chicago	IL	60606		312-084-3100	312-084-3150	william.barrett@bfkn.com	EIS, Inc. and Johnson Industries, Inc.
A Hagoberg LLF	winali J. Dallett	200 W Madison St Ste 3900		Officago	114	00000		312-304-3100	312-304-3130	william.bairett@bikir.com	Counsel to Mays Chemical
Barnes & Thornburg LLP	Alan K. Mills	11 S. Meridian Street		Indianapolis	IN	46204		317-236-1313	317-231-7433	alan.mills@btlaw.com	Company
Damou a mornburg LLI	, again it. mino	J. Mondian Officet		aarapona	10.4	70207		517 200-1010	517 251-7455	S.C. I. THINGS DUGW. COTT	Counsel to Priority Health; Clarion
Barnes & Thornburg LLP	John T. Gregg	300 Ottawa Avenue, NW	Suite 500	Grand Rapids	МІ	49503		616-742-3930	626-742-3999	john.gregg@btlaw.com	Corporation of America
					1	1.222					Counsel to Clarion Corporation of

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	FAX	EMAIL	PARTY / FUNCTION
											Counsel to Gibbs Die Casting
											Corporation; Clarion Corporation of
Barnes & Thornburg LLP	Michael K. McCrory	11 S. Meridian Street		Indianapolis	IN	46204		317-236-1313	317-231-7433	michael.mccrory@btlaw.com	America
											Counsel to Armada Rubber
											Manufacturing Company, Bank of
											America Leasing & Leasing &
	5 5	200 011 4 1114	0 11 500	0 15 11		40500		040 740 0000	040 740 0000	0.11	Capital, LLC, & AutoCam
Barnes & Thornburg LLP	Patrick E. Mears	300 Ottawa Avenue, NW	Suite 500	Grand Rapids	MI	49503		616-742-3936	616-742-3999	pmears@btlaw.com	Corporation
Barnes & Thornburg LLP	Wendy D. Brewer	11 S. Meridian Street		Indiananalia	IN	46204		317-236-1313	217 221 7422	wendy.brewer@btlaw.com	Counsel to Gibbs Die Casting Corporation
Barries & Thornburg LLP	Werldy D. Brewer	11 S. Meridian Street		Indianapolis	IIN	46204		317-230-1313	317-231-7433	werldy.brewer@btiaw.com	Counsel to Iron Mountain
Bartlett Hackett Feinberg P.C.	Frank F. McGinn	155 Federal Street	9th Floor	Boston	MA	02110		617-422-0200	617-422-0383	ffm@bostonbusinesslaw.com	Information Management, Inc.
Bartett Hackett 1 Chiberg 1 :0:	Trunk T. Weenin	100 i caciai cirect	OUT T TOOT	Doctori	140 (02110		017 422 0200	017 422 0000	mice postoribasinessiaw.som	Counsel to Madison County
Beeman Law Office	Thomas M Beeman	33 West 10th Street	Suite 200	Anderson	IN	46016		765-640-1330	765-640-1332	tom@beemanlawoffice.com	(Indiana) Treasurer
Beeman Law emee	monao in Booman	00 11001 1001 00001	Cuito 200	7 1.100.0011		10010		700 010 1000		to manage of the control of the cont	(maiana) maaana
											Counsel to Teachers Retirement
											System of Oklahoma; Public
											Employes's Retirement System of
											Mississippi; Raifeisen
Bernstein Litowitz Berger &											Kapitalanlage-Gesellschaft m.b.H
Grossman	Hannah E. Greenwald	1285 Avenue of the Americas		New York	NY	10019		212-554-1411	2125541444	hannah@blbglaw.com	and Stichting Pensioenfords ABP
											Counsel to Teachers Retirement
											System of Oklahoma; Public
											Employes's Retirement System of
Dornotoin Litauritz Dornor 9											Mississippi; Raifeisen
Bernstein Litowitz Berger & Grossman	John P. Coffey	1285 Avenue of the Americas		New York	NY	10019		212-554-1409	2125541444	sean@blbglaw.com	Kapitalanlage-Gesellschaft m.b.H and Stichting Pensioenfords ABP
Giossilian	John P. Colley	1265 Avenue of the Americas		New fork	IN T	10019		212-554-1409	2125541444	sean@bibgiaw.com	Counsel to SANLUIS Rassini
Bernstein Litowitz Berger &											International, Inc.: Rassini, S.A. de
Grossman	Wallace A. Showman	1285 Avenue of the Americas		New York	NY	10019		212-554-1429	212-554-1444	wallace@blbglaw.com	C.V.
Greeding.	Transcorn Chemian	120071101100 01 0107 011011000		- TOTAL TOTAL		10010		2.2 00 20	2.2 00	wanase@sisgiaw.som	Counsel to UPS Supply Chain
Bialson, Bergen & Schwab	Kenneth T. Law, Esq.	2600 El Camino Real	Suite 300	Palo Alto	CA	94306		650-857-9500	650-494-2738	klaw@bbslaw.com	Solutions, Inc
·											Counsel to UPS Supply Chain
											Solutions, Inc.; Solectron
											Corporation; Solectron De Mexico
											SA de CV; Solectron Invotronics;
	Lawrence M. Schwab,										Coherent, Inc.; Veritas Software
Bialson, Bergen & Schwab	Esq.	2600 El Camino Real	Suite 300	Palo Alto	CA	94306		650-857-9500	650-494-2738	lschwab@bbslaw.com	Corporation
											Solectron Corporation; Solectron
D: 1 D 001 1	D M O	0000 51 0	0 11 000	D 1 411		0.4000		050 057 0500	050 404 0700		de Mexico SA de CV; Solectron
Bialson, Bergen & Schwab	Patrick M. Costello, Esq.	2600 El Camino Real	Suite 300	Palo Alto	CA	94306		650-857-9500	650-494-2738	pcostello@bbslaw.com	Invotronics and Coherent, Inc.
Distance Barrers & Cabrrels	Th M . C	acco El Carrir - Da el	0	D-I- Alt-	0.4	0.4000		050 057 0500	050 404 0700	t @hh-l	Counsel to Veritas Software
Bialson, Bergen & Schwab	Thomas M. Gaa	2600 El Camino Real	Suite 300	Palo Alto	CA	94306		650-857-9500	000-494-2738	tgaa@bbslaw.com itaylor@binghammchale.com	Corporation Counsel to Universal Tool &
	John E Taylor									wmosby@binghammchale.com	Engineering co., Inc. and M.G.
Bingham McHale LLP	Whitney L Mosby	10 West Market Street	Suite 2700	Indianapolis	IN	46204		317-635-8900	317-236-9907		Corporation
Sgridin Moridio EEI			405 Lexington	папапаропо		10207		317 333-0300	517 E30-3307		Counsel to DENSO International
Blank Rome LLP	Marc E. Richards	The Chrylser Building	Avenue	New York	NY	10174		212-885-5000	212-885-5002	mrichards@blankrome.com	America, Inc.
					1						,
											Counsel to Freudenberg-NOK;
											General Partnership; Freudenberg-
											NOK, Inc.; Flextech, Inc.;
											Vibracoustic de Mexico, S.A. de
											C.V.; Lear Corporation; American
Bodman LLP	Ralph E. McDowell	100 Renaissance Center	34th Floor	Detroit	MI	48243		313-393-7592	313-393-7579	rmcdowell@bodmanllp.com	Axle & Manufacturing, Inc.

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	FAX	EMAIL	PARTY / FUNCTION
											Counsel to Marquardt GmbH and
											Marguardt Switches, Inc.; Tessy
Bond, Schoeneck & King, PLLC	Camille W. Hill	One Lincoln Center	18th Floor	Syracuse	NY	13202		315-218-8000	315-218-8100	chill@bsk.com	Plastics Corp.
Bond, Schoeneck & King, PLLC	Charles J. Sullivan	One Lincoln Center	18th Floor	Syracuse	NY	13202		315-218-8000	315-218-8100	csullivan@bsk.com	Counsel to Diemolding Corporation
_											Counsel to Marquardt GmbH and
											Marquardt Switches, Inc.; Tessy
											Plastics Corp; Diemolding
Bond, Schoeneck & King, PLLC	Stephen A. Donato	One Lincoln Center	18th Floor	Syracuse	NY	13202		315-218-8000	315-218-8100	sdonato@bsk.com	Corporation
											Counsel to Decatur Plastics
											Products, Inc. and Eikenberry &
											Associates, Inc.; Lorentson
											Manufacturing, Company, Inc.;
B 1416 0.5 11.5	Michael A Trentadue	0700 F: (135 N Pennsylvania			10001		047 004 5000	0.17.004.5470	mtrentadue@boselaw.com	Lorentson Tooling, Inc.; L & S
Bose McKinney & Evans LLP	Carina M de la Torre	2700 First Indiana Plz	St	Indianapolis	IN	46204		317-684-5000	317-684-5173	cdelatorre@boselaw.com	Tools, Inc.; Hewitt Tool & Die, Inc.
David Oversiana Osasana 8		1000 Division Otrocat Cuita									Counsel to Calsonic Kansei North
Boult, Cummings, Conners &	Acception I. Manhardton	1600 Division Street, Suite	DO D 04005	NI I	TNI	27000		045 050 0007	045 050 0007		America, Inc.; Calsonic Harrison
Berry, PLC	Austin L. McMullen	700	PO Box 34005	Nashville	TN	37203		615-252-2307	615-252-6307	amcmullen@bccb.com	Co., Ltd.
DIt O		1000 Division Otrocat Cuita									Counsel to Calsonic Kansei North
Boult, Cummings, Conners &	Degar C. Janes	1600 Division Street, Suite 700	PO Box 34005	Naabuilla	TN	37203		615-252-2307	645 050 6307	riones@bccb.com	America, Inc.; Calsonic Harrison
Berry, PLC	Roger G. Jones	Administration Department via		Nashville	IIN	37203		00039-035-605			Co., Ltd.
Brembo S.p.A.	Massimilliano Cini	Brembo 25	24035 Curno BG	Dargama			Italy	529	671	massimiliano cini@brembo.it	Creditor
Brembo S.p.A.	Massimiliano Cini	Breifibo 25	24035 Curro BG	Bergamo			Italy	529	071	massimilario cini@brembo.it	Creditor
Brown & Connery, LLP	Donald K. Ludman	6 North Broad Street		Woodbury	NJ	08096		856-812-8900	856 853 0033	dludman@brownconnery.com	Counsel to SAP America, Inc.
Buchalter Nemer, A Profesional	Donaid N. Eddinaii	o North Broad Street		vvoodbury	140	00090		030-012-0900	030-033-9933	diddinan@brownconnery.com	Counsel to Oracle USA, Inc.;
Corporation	Shawn M. Christianson	333 Market Street	25th Floor	San Francisco	CA	94105-2126		415-227-0900	415-227-0770	schristianson@buchalter.com	Oracle Credit Corporation
Corporation	Chawn W. Christianson	ood Market Circet	200111001	Curr runoisco	0,1	04100 2120		110 227 0000	(205) 244-	SOFTI STREET SOFTI	Counsel to Mercedes-Benz U.S.
Burr & Forman LLP	Michael Leo Hall	420 North Twentieth Street	Suite 3100	Birmingham	AL	35203		(205) 458-5367		mhall@burr.com	International, Inc
								(====)			
Cadwalader Wickersham & Taft											Attorneys for the Audit Committee
LLP	Jeannine D'Amico	1201 F St NW Ste 1100		Washington	DC	20004		202-862-2452	202-862-2400	jeannine.damico@cwt.com	of Dephi Corporation
										jonathan.greenberg@BASF.C	
Cahill Gordon & Reindel LLP	Jonathan Greenberg	80 Pine Street		New York	NY	10005		212-701-3000	732-205-6777	<u>OM</u>	Counsel to Engelhard Corporation
Cahill Gordon & Reindel LLP	Robert Usadi	80 Pine Street		New York	NY	10005		212-701-3000	212-269-5420	rusadi@cahill.com	Counsel to Engelhard Corporation
		1400 McDonald Investment									Counsel to Brush Engineered
Calfee, Halter & Griswold LLC	Jean R. Robertson, Esq.	Ctr	800 Superior Ave	Cleveland	OH	44114		216-622-8404	216-241-0816	jrobertson@calfee.com	materials
											Counsel to Computer Patent
											Annuities Limited Partnership,
											Hydro Aluminum North America,
											Inc., Hydro Aluminum Adrian, Inc.,
											Hydro Aluminum Precision Tubing
											NA, LLC, Hydro Alumunim Ellay
											Enfield Limited, Hydro Aluminum
											Rockledge, Inc., Norsk Hydro
											Canada, Inc., Emhart
Colinett 9 Kets 11 -	Dorothy II Mariaia D'	140 Foot 45th Ct	17th Floor	Now Vari	NIV	10017		040 000 0000	242 644 5422	dringio @oondlil	Technologies LLL and Adell
Calinoff & Katz, LLp	Dorothy H. Marinis-Riggio	140 East 45th Street	17th Floor	New York	NY	10017		212-826-8800	∠1∠-644-5123	driggio@candklaw.com	Plastics, Inc.
Caraca Fischer B.L.C	Dobort A W-!	200 Feet Ments Daniel	Third Flac:	Dirmin at	NAI.	40000 0047		040 644 4040	249 644 4000	nyolohora@oozfit	Counsel to Cascade Die Casting
Carson Fischer, P.L.C.	Robert A. Weisberg	300 East Maple Road	Third Floor	Birmingham	MI	48009-6317		248-644-4840	∠48-644-1832	rweisberg@carsonfischer.com	Group, Inc.
Cortor Ladvard 9 Milhur- 11 D	Agran D. Cahn	2 Well Street		Now York	NIV	10005		040 700 0000	242 722 222	asha@alm.com	Counsel to STMicroelectronics,
Carter Ledyard & Milburn LLP	Aaron R. Cahn	2 Wall Street		New York	NY	10005		212-132-3200	212-132-3232	cahn@clm.com	Inc. Counsel to EagleRock Capital
Chadbourne & Parke LLP	Douglas Deutsch, Esq.	30 Rockefeller Plaza		New York	NY	10112		212 409 5400	212 541 5260	ddeutsch@chadbourne.com	Management, LLC
CHAUDUITIE & FAIRE LLP	Douglas Deutsch, ESQ.	JU NUCKEIEIIEI FIAZA		INCM IOIV	INI	10112		Z 1Z-400-0 100	2 12-04 1-0308	uucutstii(@thaubuume.com	Ivianayement, LLC

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	FAX	EMAIL	PARTY / FUNCTION
JOINI AIT	CONTACT	ADDRESOT	ADDITEOUE	0111	UIAIL		Joontin	THORE	1700	LINAL	Counsel to 1st Choice Heating &
											Cooling, Inc.; BorgWarner Turbo
											Systems Inc.; Metaldyne
Clark Hill PLC	Joel D. Applebaum	500 Woodward Avenue	Suite 3500	Detroit	МІ	48226-3435		313-965-8300	313-965-8252	iapplebaum@clarkhill.com	Company, LLC
Oldik Filli F E0	Joer B. Applebaam	occ wocawara / werrac	Cuite coco	Detroit		10220 0100		010 000 0000	010 000 0202	<u>jappiebaarnia,oiarniii.oom</u>	Counsel to BorgWarner Turbo
											Systems Inc.; Metaldyne
Clark Hill PLC	Shannon Deeby	500 Woodward Avenue	Suite 3500	Detroit	MI	48226-3435		313-965-8300	313-965-8252	sdeeby@clarkhill.com	Company, LLC
0.0	5.10.11.5.1 2002)	000 11000110101100	Cuito Coco	500000		10220 0 100		0.0 000 0000	0.00000202		Counsel to ATS Automation
Clark Hill PLLC	Robert D. Gordon	500 Woodward Avenue	Suite 3500	Detroit	MI	48226-3435		313-965-8572	313-965-8252	rgordon@clarkhill.com	Tooling Systems Inc.
Old IV Tim 1 EEG	reserve. Server	oco mocamara / monac	Suite soos	500000		10220 0 100		0.0 000 00.2	0.00000202	- India and the second	Counsel to Arneses Electricos
Cleary Gottlieb Steen & Hamilton	n										Automotrices, S.A.de C.V.;
LLP	Deborah M. Buell	One Liberty Plaza		New York	NY	10006		212-225-2000	212-225-3999	maofiling@cqsh.com	Cordaflex, S.A. de C.V.
		and and any tribute									
											Counsel to Bear, Stearns, Co. Inc.;
											Citigroup, Inc.; Credit Suisse First
											Boston; Deutsche Bank Securities,
											Inc.; Goldman Sachs Group, Inc.;
											JP Morgan Chase & Co.; Lehman
											Brothers, Inc.; Merrill Lynch & Co.;
Cleary, Gottlieb, Steen &											Morgan Stanley & Co., Inc.; UBS
Hamilton LLP	James L. Bromley	One Liberty Plaza		New York	NY	10006		212-225-2000	212-225-3999	maofiling@cqsh.com	Securities, LLC
Cohen & Grigsby, P.C.	Thomas D. Maxson	11 Stanwix Street	15th Floor	Pittsburgh	PA	15222-1319		412-297-4706			Counsel to Nova Chemicals, Inc.
contain an angely, i to											Counsel to International Union,
											United Automobile, Areospace and
	Joseph J. Vitale									jvitale@cwsny.com	Agriculture Implement Works of
Cohen, Weiss & Simon LLP	Babette Ceccotti	330 West 42nd Street		New York	NY	10036		212-356-0238	646-473-8238		America (UAW)
,											Counsel to Floyd Manufacturing
Cohn Birnbaum & Shea P.C.	Scott D. Rosen, Esq.	100 Pearl Street, 12th Floor		Hartford	СТ	06103		860-493-2200	860-727-0361	srosen@cb-shea.com	Co., Inc.
Conlin, McKenney & Philbrick,											
P.C.	Bruce N. Elliott	350 South Main Street	Suite 400	Ann Arbor	МІ	48104		734-971-9000	734-971-9001	Elliott@cmplaw.com	Counsel to Brazeway, Inc.
											, ,
Connolly Bove Lodge & Hutz LL	P Jeffrey C. Wisler, Esq.	1007 N. Orange Street	P.O. Box 2207	Wilmington	DE	19899		302-658-9141	302-658-0380	jwisler@cblh.com	Counsel to ORIX Warren, LLC
, , ,											,
									203-629-1977	mlee@contrariancapital.com	
								203-862-8200		istanton@contrariancapital.co	
										m	
Contrarian Capital Management	, Mark Lee, Janice Stanton	2							(203) 629-	wraine@contrariancapital.com	Counsel to Contrarian Capital
L.L.C.	Bill Raine, Seth Lax	411 West Putnam Avenue	Suite 225	Greenwich	СТ	06830		(230) 862-8231	1977	solax@contrariancapital.com	Management, L.L.C.
								,			,
											Counsel to Harco Industries, Inc.;
Coolidge, Wall, Womsley &											Harco Brake Systems, Inc.; Dayton
Lombard Co. LPA	Ronald S. Pretekin	33 West First Street	Suite 600	Dayton	ОН	45402		937-223-8177	937-223-6705	Pretekin@coollaw.com	Supply & Tool Coompany
											Counsel to Harco Industries, Inc.;
Coolidge, Wall, Womsley &											Harco Brake Systems, Inc.; Dayton
Lombard Co. LPA	Sylvie J. Derrien	33 West First Street	Suite 600	Dayton	ОН	45402		937-223-8177	937-223-6705	derrien@coollaw.com	Supply & Tool Coompany
			300 CCC Building,								Paralegal/Counsel to Cornell
Cornell University	Nancy H. Pagliaro	Office of University Counsel	Garden Avenue	Ithaca	NY	14853-2601		607-255-5124	607-254-3556	nhp4@cornell.edu	University
-											-
Covington & Burling	Susan Power Johnston	1330 Avenue of the Americas		New York	NY	10019		212-841-1005	646-441-9005	sjohnston@cov.com	Special Counsel to the Debtor
Cox, Hodgman & Giarmarco,			101 W. Big Beaver								Counsel to Nisshinbo Automotive
P.C.	Sean M. Walsh, Esq.	Tenth Floor Columbia Center	Road	Troy	MI	48084-5280		248-457-7000	248-457-7001	swalsh@chglaw.com	Corporation
				·							Counsel to SPS Technologies,
		1	1	1	1	1	1	1	1		
											LLC; NSS Technologies, Inc.; SPS
											Technologies Waterford Company;

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Line Secure Sec	COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	FAX	EMAIL	PARTY / FUNCTION
Court Cour												
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Description	Curtin & Hoofner LLB	Dobort Szwaikos	250 N. Bonnolygania Avenue		Morriovillo	DΛ	10067		215 726 2521	215 726 2647	roz@ourtinhoofnor.com	
Part	Curum & neemer, LLP	Robert Szwajkos	250 N. Pennsiyvania Avenue		Monsville	PA	19067		213-730-2321	215-730-3047	ISZ(@curtifffeeffer.com	
Description Proceedings Proceeding Procedure	Damon & Morey LLP	William E. Savino	1000 Cathedral Place	208 Main Street	Ruffalo	NIV	14202 4006		716 856 5500	716 856 5510	weavino@damonmorey.com	
Pape Preny LLP	Danion & Morey LLF	William F. Savino	1000 Catrieural Flace	290 Main Street	Dullalo	INT	14202-4090		7 10-630-3300	7 10-630-33 10	wsavino@damonmorey.com	
Part Prince Pri	Day Pitney LLP	Pichard M. Meth	P.O. Boy 1945		Morrietown	NI I	07062 1045		073 066 6300	073 066 1015	rmeth@daynitney.com	
Prince Lip Control K Chy Prince Square New York NY 1033 212-287-5800 212-387-5800 212-387-5800 212-387-5800 201-3887	Day I lilley LLI	Trichard W. Weth	1 .O. BOX 1943		WOMSOWN	140	07302-1343		373-300-0300	373-300-1013	micuna daybiticy.com	
Portion Control Cont												
New York		Ronald S. Beacher									rheacher@daynitney.com	
Person International America, Inc. Carol Sowa 24777 Denso Drive Southfield MI 48986 248-372-853 248-350-7772 248-350-772 248-350-7772	Day Pitney LLP		7 Times Square		New York	NY	10036		212-297-5800	212-916-2940		
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Description	Denso International America Inc.	Carol Sowa	24777 Denso Drive		Southfield	м	48086		248-372-8531	248-350-7772	carol_sowa@denso-diam.com	
John Persistant 1900 Chemed Center 25 East Fifth Street Cocinnati OH 45202 513-977-8200 513-977-8200 513-977-8200 Company Company Counsel to Constellation NewCores, Paula Counsel to P	Bense international / interior, inc.	Curor Cowa	24777 Believ Brive		Coutimola		10000		240 072 0001	240 000 1112	daror dowa (e. derine diam.com	·
Richard M. Kremen Richard M. Kremen Richard M. Kremen Rush The Marbury Building 6225 Smith Avenue Saltemore Maryland 21209-3800 410-580-3001 410-580-	Dinsmore & Shohl LLP	John Persiani	1900 Chemed Center	255 East Fifth Street	Cincinnati	ОН	45202		513-977-8200	513-977-8141	iohn.persiani@dinslaw.com	
Dute Part												
Part	DLA Piper Rudnick Gray Cary US											
Desire LLP	LLP		The Marbury Building	6225 Smith Avenue	Baltimore	Maryland	21209-3600		410-580-3000	410-580-3001	richard.kremen@dlapiper.com	
Design LP Wendy G, Marcari 499 Park Ave 14th FI New York NY 10022 212.328.8100 212.562.3885												, ===
Design LP Wendy G, Marcari 499 Park Ave 14th FI New York NY 10022 212.328.8100 212.562.3885												
Description Process		Maura I. Russell										
Part	Dreier LLP		499 Park Ave	14th FI	New York	NY	10022		212-328-6100	212-652-3863	iguerrier@dreierllp.com	Counsel to SPCP Group LLC
Diminifer Biddle & Reath LLP				-								
Danie Morris LLP Dane Morris LLP Margey N. Reed. Esq. 30 South 17th Street Philadelphia PA 19103-4196 PA 19103-4196 215-979-1002 215-979-1002 215-979-1002 105-979-1002	Drinker Biddle & Reath LLP	Andrew C. Kassner	18th and Cherry Streets		Philadelphia	PA	19103		215-988-2700	215-988-2757	andrew.kassner@dbr.com	
David B. Aaronson 18th and Cherry Streets Philadelphia PA 19103 215-988-2770 215-9			, , , , , , , , , , , , , , , , , , , ,									
Dinker Biddle & Reath LLP Janice B. Grubin 140 Broadway 39th FI New York NY 10005-1116 212-248-3140 212-248-3141 anice grubin@dbr.com on.												Co., L.P. and Quaker Chemical
Dinker Biddle & Reath LLP	Drinker Biddle & Reath LLP	David B. Aaronson	18th and Cherry Streets		Philadelphia	PA	19103		215-988-2700	215-988-2757	david.aaronson@dbr.com	Corporation
Coursel to NDK America, Inc., ANDK Crystal, Inc.; Foster Electric USA, Inc.; Saster Inc					·							Counsel to Vanguard Distributors,
Inc./NDK Crystal, Inc.; Poster Electric USA, Inc.; JST Corporation, Nichicon (America) Corporation,	Drinker Biddle & Reath LLP	Janice B. Grubin	140 Broadway 39th FI		New York	NY	10005-1116		212-248-3140	212-248-3141	janice.grubin@dbr.com	Inc.
Inc./NDK Crystal, Inc.; Poster Electric USA, Inc.; JST Corporation, Nichicon (America) Corporation,												
Electric USA, Inc.; JST Corporation; Nichicon (America) Corporation; Nation (Apila, Inc.; SIT 44, 105, 314, 105, 314, 105, 314, 314, 314, 314, 314, 314, 314, 314												Counsel to NDK America,
Corporation; Nichicon (America) Corporation; Taiho Corporation, Cardino (America) America, American Alkoku Alpha Inic.; Sagarii America, Ltd.; SL America, Inc. SL Tennessee, Ltd., SL America, Inc. SL Tennessee, Ltd. America, Marica, Marica, Ltd.; SL America, Inc. SL Tennessee, Ltd. America, Marica, Ltd.; SL America, Inc. SL Tennessee, Ltd. America, Inc. Stanes Instruments Instr												Inc./NDK Crystal, Inc.; Foster
Corporation: Taiho Corporation: America; American Alkoku Alpha Inc.; Sagami America; LLP Joseph H. Lemkin 744 Broad Street Suite 1200 Newark NJ O7102 973-424-2000 973-424-2001 inlemkin@duanemorris.com and Hosiden America Corporation Counsel to ACE American naturate Company wasimkulak, Esq. Suite 1200 Newark NJ O7102 973-424-2001 inlemkin@duanemorris.com dadelphi@duanemorris.com dadelphi@duanemorris.com wasimkulak, Esq. Counsel to ACE American Insurance Company wasimkulak, @duanemorris.com dadelphi@duanemorris.com wasimkulak, @duanemorris.com dadelphi@duanemorris.com wasimkulak, @duanemorris.com dadelphi@duanemorris.com wasimkulak, @duanemorris.com mussenkeli@eckertseamans.c Counsel to Cic American Insurance Company wasimkulak, @duanemorris.com mussenkeli@eckertseamans.c Counsel to Cic American Insurance Company wasimkulak, @duanemorris.com mussenkeli@eckertseamans.c Counsel to Chicago Miniature Optoelectronic Technologies, Inc. Representatiive for Electronic Data Systems Corporation Assistant General Counsel to Entergy Services, Inc. Fraedman, P.C. David H. Freedman Alan H. Katz Sagami America, Lit.; SI. America, Inc./SI. Tennessee, LLC; New Orleans Philadelphia PA 19103-4196 215-979-1000 215-979-1000 215-979-1000 215-979-1000 215-979-1000 215-979-1000 215-979-1000 0												Electric USA, Inc.; JST
America: American Alkokul Alpha, Inc.; Sagami America, Ltd.; St. America, Inc./St. Tennessee, Lt.C; and Hosiden America Corporation Duane Morris LLP Joseph H. Lemkin 744 Broad Street Suite 1200 Newark NJ O7102 973-424-2000 973-424-2001 Intermin@duanemorris.com Margery N. Reed, Esq. 30 South 17th Street Philadelphia PA 19103-4196 215-979-1000 215-979-1000 215-979-1000 215-979-1000 215-979-1000 215-979-1000 Mail Mellott LC Michael G. Busenkell 300 Delaware Avenue Suite 1360 Wilmington DE 19801 302-425-0430 302-425-0430 302-425-0430 302-425-0430 302-425-0430 Mail Stop H3-3A-05 Plano TX 75024 212-715-9100 212-715-9000 Apala Hassell America, American Alkokul Alpha, Inc.; Sagami America, Ltd.; St. America, Inc./St. Tennessee, Lt.C; and Hosiden America Corporation Counsel to ACE American Insurance Company Mail Stop H3-3A-05 Plano TX 75024 212-715-9100 212-715-9000 212-715-8000 Apala Hassell Apala hassell@eckertseamans.c Counsel to Chicago Miniature Optoelectronic Data Systems Corporation Representative Generican Assistant General Counsel to Entergy Services, Inc. Emergy Services, Inc. Counsel to ACE American Insurance Company Mail Stop H3-3A-05 Plano TX 75024 212-715-9100 212-715-9000 212-715-8000 Apala hassell@eckertseamans.c Assistant General Counsel to Entergy Services, Inc. Counsel to Obin Prettl' Counsel to Obin Prettl' Counsel to Job Ballin Counsel to Federal Express												Corporation; Nichicon (America)
Duane Morris LLP Joseph H. Lemkin 744 Broad Street Suite 1200 Newark NJ O7102 973-424-2000 973-424-2001 973-424-2001 973-424-2001 ihlemkin@duanemorris.com and Hosiden America Corporation Counsel to ACE America Counsel to ACE America Insurance Company Margery N. Reed, Esq. Duane Morris LLP Wendy M. Simkulak, Esq. Duane Morris LLP Duane Morris												Corporation; Taiho Corporation of
Duane Morris LLP Joseph H. Lemkin America, Inc./SL Tennessee, LLC; Amer												America; American Aikoku Alpha,
Duane Morris LLP Duane Morris LLP Joseph H. Lemkin 744 Broad Street Suite 1200 Newark NJ 07102 973-424-2000 973-424-2001 intermin@duanemorris.com and Hosiden America Corporation Coursel to ACE American Insurance Company Cou												Inc.; Sagami America, Ltd.; SL
Duane Morris LLP Margery N. Reed, Esq. Duane Morris LLP Wendy M. Simkulak, Esq. So South 17th Street Philadelphia PA 19103-4196 215-979-1000 215-979-1000 215-979-1000 215-979-1000 215-979-1000 215-979-1000 Modelphi@duanemorris.co modelphi@duanemorris.co modelphi@duanemorris.co Insurance Company Mishulak@duanemorris.co Double of ACE American Insurance Company Modelectronic Data Systems Description Ayala Hassell South 17th Street South 17th Street Philadelphia PA 19103-4196 215-979-1000 215-979-1000 215-979-1000 215-979-1000 modelphi@duanemorris.co modelphi@descretale philadelphia pA 19103-4196 215-979-1000 215-979-1000 215-979-1000 modelphi@descretale philadelphia pA 19103-4196 215-979-1000 3												America, Inc./SL Tennessee, LLC;
Duane Morris LLP Margery N. Reed, Esq. 30 South 17th Street Philadelphia PA 19103-4196 215-979-1000 215-979-1000 dmdelphi@duanemorris.com mymimkulak@duanemorris.com mymimkulak@duanemo	Duane Morris LLP	Joseph H. Lemkin	744 Broad Street	Suite 1200	Newark	NJ	07102		973-424-2000	973-424-2001	jhlemkin@duanemorris.com	and Hosiden America Corporation
Duane Morris LLP Wendy M. Simkulak, Esq. 30 South 17th Street Philadelphia PA 19103-4196 215-979-1000 215-979-1000 215-979-1000 215-979-1000 Mmsimkulak@duanemorris.co counsel to ACE American Insurance Company mbusenkell@eckertseamans.c Counsel to Chicago Miniature Optoelectronic Technologies, Inc. Representative Assistant General Counsel to Assistant General Counsel to Assistant General Counsel to Entergy Services, Inc. Entergy Services, Inc. David H. Freedman 400 Galleria Officentre Ste. 444 Southfield MI 48034 248-827-4100 248-827-4100 248-827-4100 448-827-400 46reedman@ermanteicher.com International, LLC Counsel to AUminum International, Inc. Counsel to AUminum International, Inc. Charles J. Fillardi, Jr., Counsel to Federal Express												Counsel to ACE American
Duane Morris LLP Wendy M. Simkulak, Esq. 30 South 17th Street Duane Morris LLP Wendy M. Simkulak, Esq. 30 South 17th Street Duane Morris LLP Wendy M. Simkulak, Esq. 30 South 17th Street Duane Morris LLP Michael G. Busenkell Michael G. B	Duane Morris LLP	Margery N. Reed, Esq.	30 South 17th Street		Philadelphia	PA	19103-4196		215-979-1000	215-979-1020		
Eckert Seamans Cherin & Mellott LC Michael G. Busenkell 300 Delaware Avenue Suite 1360 Wilmington DE 19801 302-425-0430 302-425-0430 302-425-0430 302-425-0430 Michael G. Busenkell Qeckertseamans.c Optoelectronic Technologies, Inc. Representative for Electronic Data Systems Corporation Ayala Hassell 5400 Legacy Dr. Mail Stop H3-3A-05 Plano TX 75024 212-715-9100 212-715-8000 Alan H. Katz 639 Loyola Ave 26th FI New Orleans LA 70113 Assistant General Counsel to Entergy Services, Inc. Erman, Teicher, Miller, Zucker & Freedman, P.C. David H. Freedman 400 Galleria Officentre Ste. 444 Southfield MI 48034 248-827-4100 248-827-4100 48-828-827-4100 48-828-827-4100 48-828-827-4100 48-828-827-4100 48-828-827-4100 48-828-828-828-828-828-828-828-828-828-8											wmsimkulak@duanemorris.co	
LC Michael G. Busenkell 300 Delaware Avenue Suite 1360 Wilmington DE 19801 302-425-0430 302-425-0432 om Optoelectronic Technologies, Inc. Electronic Data Systems Description	Duane Morris LLP	Wendy M. Simkulak, Esq.	. 30 South 17th Street		Philadelphia	PA	19103-4196		215-979-1000	215-979-1020	<u>m</u>	Insurance Company
LC Michael G. Busenkell 300 Delaware Avenue Suite 1360 Wilmington DE 19801 302-425-0430 302-425-0432 om Optoelectronic Technologies, Inc. Electronic Data Systems Description												
Electronic Data Systems Corporation Ayala Hassell 5400 Legacy Dr. Mail Stop H3-3A-05 Plano TX 75024 212-715-9100 212-715-900 212-715-900 212-715-8000 Ayala hassell@eds.com Systems Corporation Assistant General Counsel to Assistant General Counsel to Entergy Services, Inc. Erman, Teicher, Miller, Zucker & Freedman, P.C. David H. Freedman 400 Galleria Officentre Ste. 444 Southfield MI 48034 248-827-4100 248-827-4100 248-827-4100 248-827-4100 248-827-4100 248-827-6307 Gettelman@ermanteicher.com International, LLC Counsel to Jon Ballin Counsel to Federal Express	Eckert Seamans Cherin & Mellott											Counsel to Chicago Miniature
Corporation Ayala Hassell 5400 Legacy Dr. Mail Stop H3-3A-05 Plano TX 75024 212-715-9100 212-715-900 ayala.hassell@eds.com Systems Corporation Alan H. Katz 639 Loyola Ave 26th FI Entergy Services, Inc. Emergy Services, Inc. David H. Freedman P.C. David H. Freedman 400 Galleria Officentre Ste. 444 Southfield MI 48034 248-827-4100 248-827-4100 428-827-4100 428-827-4100 428-827-4100 428-827-4100 516-227-6300 516-227-6300 516-227-6300 516-227-6300 516-227-6300 Counsel to Jon Ballin Counsel to Jon Ballin Fagel Haber LLC Lauren Newman 55 East Monroe 40th Floor Chicago IL 60603 312-346-7500 312-580-2201 Inewman@fagelhaber.com Inc. Counsel to Federal Express	LLC	Michael G. Busenkell	300 Delaware Avenue	Suite 1360	Wilmington	DE	19801		302-425-0430	302-425-0432	<u>om</u>	Optoelectronic Technologies, Inc.
Assistant General Counsel to Entergy Services, Inc. Alan H. Katz 639 Loyola Ave 26th FI New Orleans LA 70113 Assistant General Counsel to Entergy Services, Inc. Counsel to Doshi Prettl Counsel to Doshi Prettl Counsel to Doshi Prettl Assistant General Counsel to Deshi Prettl Counsel to Doshi Prettl Assistant General Counsel to Doshi Prettl Counsel to Doshi Prettl Assistant General Counsel to Doshi Prettl Counsel to Doshi Prettl Assistant General Counsel to Doshi Prettl Counsel to Doshi Prettl Assistant General Counsel to Doshi Prettl Counsel to Doshi Prettl Assistant General Counsel to Doshi Prettl Counsel to Doshi Prettl Assistant General Counsel to Doshi Prettl Counsel to Doshi Prettl Assistant General Counsel to Doshi Prettl Counsel to Doshi Prettl Assistant General Counsel to Doshi Prettl Counsel to Doshi Prettl Assistant General Counsel to Doshi Prettl Counsel to Doshi Prettl Assistant General Counsel to Doshi Prettl Counsel to Doshi Prettl Assistant General Counsel to Doshi Prettl Counsel to Doshi Prettl Assistant General Counsel to Doshi Prettl Counsel to Predman@fagelhaber.com Inc. Charles J. Filardi, Jr., Counsel to Federal Express	Electronic Data Systems											Representattive for Electronic Data
Entergy Services, Inc. Alan H. Katz 639 Loyola Ave 26th FI New Orleans LA 70113 Akatz@entergy.com Alan H. Katz 639 Loyola Ave 26th FI New Orleans New Orleans LA 70113 Akatz@entergy.com Akatz@entergy.com Akatz@entergy.com Counsel to Doshi Prettl Attention and International, LLC Attention and International, Laren Newman Counsel to Doshi Prettl Attention and International, LC Attention and International, Laren Newman Attention and International, Inc. Attention and Inc. Attention and International, Inc. Attention a	Corporation	Ayala Hassell	5400 Legacy Dr.	Mail Stop H3-3A-05	Plano	TX	75024		212-715-9100	212-715-8000	ayala.hassell@eds.com	
Erman, Teicher, Miller, Zucker & David H. Freedman 400 Galleria Officentre Ste. 444 Southfield MI 48034 248-827-4100 248-827-4106 direcdman@ermanteicher.com International, LLC 248-827-4106 directman@ermanteicher.com I												
Freedman, P.C. David H. Freedman 400 Galleria Officentre Ste. 444 Southfield MI 48034 248-827-4100 248-827-4100 dreedman@ermanteicher.com International, LLC dreedman & Hochheiser, P.C. Gary Ettelman & Hochheiser, P.C. Gounsel to Aluminum International, LLC & Good & S12-346-7500 S12-380-2201 Inewman@fagelhaber.com Hochheiser, P.C. Gounsel to Federal Express	Entergy Services, Inc.	Alan H. Katz	639 Loyola Ave 26th FI		New Orleans	LA	70113				akatz@entergy.com	
Ettelman & Hochheiser, P.C. Gary Ettelman Color Premium Cadillac 77 Main Street New Rochelle NY 10801 516-227-6300 516-227-6307 gettelman@e-hlaw.com Counsel to Jon Ballin Counsel to Aluminum International, Inc. Fagel Haber LLC Lauren Newman 55 East Monroe 40th Floor Chicago IIL 60603 312-346-7500 312-580-2201 Inewman@fagelhaber.com Inc. Charles J. Filardi, Jr., Counsel to Federal Express	Erman, Teicher, Miller, Zucker &											
Fagel Haber LLC Lauren Newman 55 East Monroe 40th Floor Chicago IIL 60603 312-346-7500 312-580-2201 Inewman@fagelhaber.com Inc. Charles J. Filardi, Jr., Counsel to Aluminum International, Inc. Counsel to Federal Express	Freedman, P.C.											
Fagel Haber LLC Lauren Newman 55 East Monroe 40th Floor Chicago IL 60603 312-346-7500 312-580-2201 Inewman@fagelhaber.com Inc. Charles J. Filardi, Jr., Counsel to Federal Express	Ettelman & Hochheiser, P.C.	Gary Ettelman	c/o Premium Cadillac	77 Main Street	New Rochelle	NY	10801		516-227-6300	516-227-6307	gettelman@e-hlaw.com	
Charles J. Filardi, Jr., Counsel to Federal Express								1		1		1
	Fagel Haber LLC		55 East Monroe	40th Floor	Chicago	IL	60603		312-346-7500	312-580-2201	Inewman@fageIhaber.com	
Filardi Law Offices LLC Esq. 65 Trumbull Street Second Floor New Haven CT 06510 203-562-8588 866-890-3061 charles@filardi-law.com Corporation Corpor												
	Filardi Law Offices LLC	Esq.	65 Trumbull Street	Second Floor	New Haven	CT	06510		203-562-8588	866-890-3061	charles@filardi-law.com	Corporation

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COMPANY	CONTACT	ADDDECC4	ADDDECOS	CITY	CTATE	7IP	COUNTRY	BHONE	FAY	EMAIL	DARTY / FUNCTION
COMPANY Finkel Goldstein Rosenbloom &	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	FAX	EMAIL	PARTY / FUNCTION Counsel to Pillarhouse (U.S.A.)
Nash LLP	Ted J. Donovan	26 Broadway	Suite 711	New York	NY	10004		212-344-2929	212-422-6836	tdonovan@finkgold.com	Inc.
110011 221	roa o. Bonoran	500 Woodward Ave Suite	Suite 1 1 1	1000 1000				2.2 0 2020	212 122 0000	tachevan(@,mmgo.a.com	
Foley & Lardner LLP	David G Dragich	2700		Detroit	MI	48226-3489		313-234-7100	313-234-2800	ddragich@foley.com	Counsel to Intermet Corporation
Foley & Lardner LLP	Jill L. Murch	321 North Clark Street	Suite 2800	Chicago	IL	60610-4764		312-832-4500	312-832-4700	jmurch@foley.com	Counsel to Kuss Corporation
			500 Woodward Ave								
Foley & Lardner LLP	John A. Simon	One Detroit Center	Suite 2700	Detroit	MI	48226-3489			313-234-2800	jsimon@foley.com	Counsel to Ernst & Young LLP
Foley & Lardner LLP	Michael P. Richman	90 Park Avenue	37th Floor	New York	NY	10016-1314		212-682-7474	212-687-2329	mrichman@foley.com	Counsel to Ernst & Young LLP Counsel to M&Q Plastic Products,
Fox Rothschild LLP	Fred Stevens	13 East 37th Street	Suite 800	New York	NY	10016		212-682-7575	212-682-4218	fstevens@foxrothschild.com	Inc.
1 OX TOUTSCHIIG EEI	i rea otevens	13 Last 37 til Girect	Ounc ooo	IVCW TOTA	INI	10010		212-002-1313	212-002-4210	13tc veris(@)oxiotriseriiid.com	Counsel to M&Q Plastic Products,
Fox Rothschild LLP	Michael J. Viscount, Jr.	1301 Atlantic Avenue	Suite 400	Atlantic City	NJ	08401-7212		609-348-4515	609-348-6834	mviscount@foxrothschild.com	Inc.
											Counsel to Southwest Metal
Frederick T. Rikkers		419 Venture Court	P.O. Box 930555	Verona	WI	53593		608-848-6350	608-848-6357	ftrikkers@rikkerslaw.com	Finishing, Inc.
											O
											Counsel to Southwest Research Institute
Fulbright & Jaworski LLP	David A Rosenzweig	666 Fifth Avenue		New York	NY	10103-3198		212-318-3000	212-318-3400	drosenzweig@fulbright.com	Attorney for Solvay Fluorides, LLC
T dibright & baworski EEI	David A (103CHZWCIG	000 I IIII Avende		IVCW TOTA	141	10103-3130		212-310-3000	212-310-3400	drosenzweig@raibrignt.com	Counsel to Southwest Research
Fulbright & Jaworski LLP	Michael M Parker	300 Convent St Ste 2200		San Antonio	TX	78205		210-224-5575	210-270-7205	mparker@fulbright.com	Institute
Garvey Schubert Barer	Roberto Carrillo	100 Wall St 20th FI		New York	NY	10005		212-965-4511	212-334-1278	rcarrillo@gsblaw.com	Attorney's for Tecnomec S.r.L.
Gibbons P.C.	David N. Orona	0 0-4 04		Marria	NJ	07400 5040		070 500 4500	070 000 0044	d	O
Goldberg, Stinnett, Meyers &	David N. Crapo	One Gateway Center		Newark	INJ	07102-5310		973-390-4323	973-639-6244	dcrapo@gibbonslaw.com	Counsel to Epcos, Inc.
Davis	Merle C. Meyers	44 Montgomery Street	Suite 2900	San Francisco	CA	94104		415-362-5045	415-362-2392	mmeyers@gsmdlaw.com	Counsel to Alps Automotive, Inc.
		The management of the control of the									
Goodwin Proctor LLP	Allan S. Brilliant	599 Lexington Avenue		New York	NY	10022		212-813-8800	212-355-3333	abrilliant@goodwinproctor.com	Counsel to UGS Corp.
Goodwin Proctor LLP	Craig P. Druehl	599 Lexington Avenue		New York	NY	10022		212-813-8800	212-355-3333	cdruehl@goodwinproctor.com	Counsel to UGS Corp.
											0
											Counsel to International Brotherood of Electrical Workers
											Local Unions No. 663; Internationa
											Association of Machinists; AFL-
											CIO Tool and Die Makers Local
											Lodge 78, District 10; International
											Union of Operating Engineers
Gorlick, Kravitz & Listhaus, P.C.	Barbara S. Mehlsack	17 State Street	4th Floor	New York	NY	10004		212-269-2500	212-269-2540	bmehlsack@gkllaw.com	Local Union Nos. 18, 101 and 832
Goulston & Storrs, P.C.	Peter D. Bilowz	400 Atlantic Avenue		Boston	MA	02110-333		647 400 4776	617-574-4112	pbilowz@goulstonstorrs.com	Counsel to Thermotech Company
Gouision & Storrs, P.C.	Peter D. Bilowz	400 Atlantic Avenue		DOSION	IVIA	02110-333		017-402-1770	017-574-4112	pbilow2@gouistoristoris.com	Courise to Thermotech Company
											Counsel to Teachers Retirement
											System of Oklahoma; Public
											Employes's Retirement System of
											Mississippi; Raifeisen
											Kapitalanlage-Gesellschaft m.b.H
Grant & Eisenhofer P.A.	Jay W. Eisenhofer	45 Rockefeller Center	650 Fifth Avenue	New York	NY	10111		212-755-6501	212-755-6503	jeisenhofer@gelaw.com	and Stichting Pensioenfords ABP
											Councel to Togehore Betirement
											Counsel to Teachers Retirement System of Oklahoma; Public
											Employes's Retirement System of
											Mississippi; Raifeisen
											Kapitalanlage-Gesellschaft m.b.H
	Sharan Nirmul	1201 North Market Street	Suite 2100	Wilmington	DE	19801	1			snirmul@gelaw.com	and Stichting Pensioenfords ABP

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Section Communication Co	Gratz, Miller & Brueggeman, S.C	C. Matthew R. Robbins	1555 N. RiverCenter Drive	Suite 202	Milwaukee	WI	53212		414-271-4500	414-271-6308	mrr@previant.com	Lodge 78, District 10
Section Communication Co												Counsel to International
Control Cont												
Greenstein Herwing & Bruegeman S.C. Craydon Head & Rechwy L.P. Maria J. DiChraza Charles Madonaid J. B. Broadway Suite 200 St. Louis M.O. Silvarenty Bank Herb Recher Grain Herbin Christopher J Battagla Rechwy L.P. Alan D. Halperin Christopher J Battagla Rechwy L.P. Alan D. Halperi												Local Unions No. 663; International
Cartz Mire & Bueggeman Sc. Timothy C. Hall 1559 N. ReverCenter Drive Suite 202 Milwaukee Wil 53212 144-271-4508 141-271-4508 500 140-271-4508 500 500-200												Association of Machinists; AFL-
Control Cont												CIO Tool and Die Makers Local
J. Michael Debtoes, Susan 1900 Fifth Third Center 511 Wahnut Street Cincinnal 14 Ago 513 421-8444 13-861-3836 didebterille and concentration 14 Ago 15 Ago	Gratz, Miller & Brueggeman, S.C	C. Timothy C. Hall	1555 N. RiverCenter Drive	Suite 202	Milwaukee	WI	53212		414-271-4500	414-271-6308	tch@previant.com	
Garyoth Head & Ritchey LLP												
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Greensfelder, Hemiter & Gale, P. Derick Randows 10 S. Broadway Sulte 200 St. Louis Mo 6102 314-241-8969 314-241-8649 314-24												
P.C. J. Patrick Bradley 10 S. Broadway Sulte 200 St. Louis MO 63102 314-241-9009	Ŭ Ŭ:	,	1000 Louisiaria	Suite 1600	Houston	1.	77002		/13-3/4-3500	/ 13-3/4-3505		Couriser to Samtech Corporation
Guaranty Bank			10 S Broadway	Suite 200	St Louis	MO	63102		314-241-0000	314-241-8624		Counsel to ARC Automotive Inc
Saranty Bank Herb Reiner S33 Douglas Avenue Dallas TX 7525 214-360-2702 214-360-1940 Dect. principles (Gouranty Capital Capital Management) Comparison C	1 .0.	o. I atrick bradicy	10 C. Broadway	Outc 200	Ot. Louis	IVIO	03102		314-241-3030	314-241-0024	pb@greensieder.com	
Suaranty Bank											herb.reiner@guarantvgroup.co	
Alan D. Halperin Alan D. Halperin Christopher J. Battaglia Alan D. Halperin Christopher J. Battaglia Alan D. Halperin Battaglia Battaglia Alan D. Halperin Battaglia Alan D. Halperin Battaglia Ba	Guaranty Bank	Herb Reiner	8333 Douglas Avenue		Dallas	TX	75225		214-360-2702	214-360-1940		
Christopher J. Battaglia Christopher J. Battaglia Lipide D. Dyas 55 Madison Avenue 9th Floor New York NY 10022 212-765-900												
Halperin Battaglia Raicht, LLP Julie D. Dyas 555 Madison Avenue 9th Floor New York NY 10022 212-765-9100 212-765-0964 dvas@halperinaw.met Automotive, Inc.		Alan D. Halperin									cbattaglia@halperinlaw.net	Center, LLC and Chromalloy Gas
Harris D, Leinwand Harris D, Lei		Christopher J.Battaglia									ahalperin@halperinlaw.net	Turbine Corporation; ARC
Hancock & Estabrook LLP	Halperin Battaglia Raicht, LLP	Julie D. Dyas	555 Madison Avenue	9th Floor	New York	NY	10022		212-765-9100	212-765-0964	jdyas@halperinlaw.net	
Harris D. Leinwand												
Harris D. Leinwand Store First New York NY 10118 212-725-7338 212-244-6219 hleinwand@aol.com Corporation Coursel to Highland Capital Management, L.P. Haynes and Boone, LLP Judith Elkin 153 East 53rd Street Suite 4900 New York NY 10022 212-659-7300 212-918-8899 m Management, L.P. Lenard M. Parkins Lenard M. Parkins Lenard M. Parkins Heller Ehrman LLP Kenric D. Kattner 1 Houston Center Suite 2100 Houston TX 77010 713-547-2000 713-547-2000 713-547-2000 om Management, L.P. Heller Ehrman LLP Timothy Mehok Times Square Tower Square New York NY 10036 212-832-8300 212-763-7600 com Coursel to @Road, Inc. Herrick, Feinstein LLP Pau Rubin 2 Park Avenue New York NY 10016 212-592-1448 212-545-3360 publi@herrick.com Schmidt Technology GmbH Coursel to Hewlett-Packard Company Anne Marie Kennelly 3000 Hanover St., M/S 1050 Palo Anaheim CA 92806 714-940-7120 740-940-7539 ken.higman@hp.com Coursel to Hewlett-Packard Company Hewlett-Packard Company Sharon Petrosino 420 Mountain Avenue Nurray Hill NJ 07974 908-898-4760 908-898-4780 908-898-4780 Coursel to Hewlett-Packard Company Hiscock & Barclay, LLP J. Eric Charlton 300 South Salina Street PO Box 4878 Syracuse NY 13221-4878 315-425-2716 315-425-876 m Coursel to Hexcel Corporation Coursel to	Hancock & Estabrook LLP	R John Clark Esq	1500 Tower I	PO Box 4976	Syracuse	NY	13221-4976		315-471-3151	315-471-3167	riclark@hancocklaw.com	
Harris D. Leinwand												
Haynes and Boone, LLP Judith Elkin 153 East 53rd Street Suite 4900 New York NY 10022 212-659-7300 212-918-8989 m lenard parkins@haynesboone.co method management, L.P. Lenard M. Parkins Lenard M. Parkins Kenric D. Kattner 1 Houston Center Suite 2100 Houston TX 77010 713-547-2000 713-547-2000 om Management, L.P. Heller Ehrman LLP Timothy Mehok Times Square Tower Square New York NY 10036 212-832-8300 212-763-7600 om Management, L.P. Herrick, Feinstein LLP Paul Rubin 2 Park Avenue New York NY 10016 212-592-1448 212-545-3360 om Schmidt Technology GmbH Sc	Harris D. Leinwand	Harris D. Leinwand	350 Fifth Avenue	Suito 2/18	New York	NV	10118		212 725 7338	212 244 6210	bleinwand@aol.com	
Haynes and Boone, LLP Judith Elkin 153 East 53rd Street Suite 4900 New York NY 10022 212-659-7300 212-918-8989 m Management, L.P.	Tiams D. Leinwand	Tiallis D. Leiliwaliu	330 Titti Avenue	Suite 24 10	New TOIK	INI	10110		212-125-1550	212-244-0219		
Lenard M. Parkins Lenard M. Parkins Kenric D. Kattner 1 Houston Center Suite 2100 Houston TX 77010 713-547-2000 713-547-2	Havnes and Boone, LLP	Judith Elkin	153 East 53rd Street	Suite 4900	New York	NY	10022		212-659-7300	212-918-8989		
Lenard M. Parkins Kenric D. Kattner I Houston Center Suite 2100 Houston TX 77010 T13-547-2000 T1	,										lenard.parkins@haynesboone.	
Haynes and Boone, LLP Kenric D. Kattner 1 Houston Center Suite 2100 Houston TX 77010 713-547-2000 713-547-2000 om Management, L.P.											<u>com</u>	
Heller Ehrman LLP Timothy Mehok Times Square Tower Square New York NY 10036 212-832-8300 212-763-7600 D Counsel to @Road, Inc. Om Counsel to Canon U.S.A., Inc. and Schmidt Technology GmbH Counsel to Hewlett-Packard Company Anne Marie Kennelly Mewlett-Packard Company Kenneth F. Higman 2125 E. Katella Avenue Suite 400 Anaheim CA 92806 714-940-7120 740-940-7539 Hewlett-Packard Counsel to Hewlett-Packard Company Counsel to Hewlett-Packard Company Counsel to Hewlett-Packard Financial Services Company Hiscock & Barclay, LLP J. Eric Charlton 300 South Salina Street PO Box 4878 Syracuse NY 13221-4878 NY 14203 716-848-1330 716-849-4645 NY 1620-852-8617 NY NY 1620-852-8617 NY NY 1620-852-8617 NY NY 1620-852-8617 NY												
Heller Ehrman LLP Timothy Mehok Times Square Tower Square New York NY 10036 212-832-8300 212-763-7600 com Counsel to @Road, Inc. Herrick, Feinstein LLP Paul Rubin 2 Park Avenue New York NY 10016 212-592-1448 212-545-3360 prubin@herrick.com Schmidt Technology GmbH Counsel to Canon U.S.A., Inc. and Counsel to Counsel to Canon U.S.A., Inc. and Counsel to Hewlett-Packard Company Anne Marie Kennelly 3000 Hanover St., M/S 1050 Palo Alto CA 94304 650-857-6902 650-852-8617 anne.kennelly@hp.com Company Counsel to Hewlett-Packard Company Hewlett-Packard Company Sharon Petrosino 420 Mountain Avenue Murray Hill NJ 07974 908-898-4760 908-898-4133 sharon petrosino@hp.com Financial Street PO Box 4878 Syracuse NY 13221-4878 315-425-2716 315-425-8576 m Counsel to Hexcel Corporation Counsel to Hexcel Corporation Counsel to Hexcel Corporation; Counsel for Yazaki North America	Haynes and Boone, LLP	Kenric D. Kattner	1 Houston Center	Suite 2100	Houston	TX	77010		713-547-2000	713-547-2600	<u>om</u>	Management, L.P.
Heller Ehrman LLP Timothy Mehok Times Square Tower Square New York NY 10036 212-832-8300 212-763-7600 com Counsel to @Road, Inc. Herrick, Feinstein LLP Paul Rubin 2 Park Avenue New York NY 10016 212-592-1448 212-545-3360 prubin@herrick.com Schmidt Technology GmbH Counsel to Canon U.S.A., Inc. and Counsel to Counsel to Canon U.S.A., Inc. and Counsel to Hewlett-Packard Company Anne Marie Kennelly 3000 Hanover St., M/S 1050 Palo Alto CA 94304 650-857-6902 650-852-8617 anne.kennelly@hp.com Company Counsel to Hewlett-Packard Company Hewlett-Packard Company Sharon Petrosino 420 Mountain Avenue Murray Hill NJ 07974 908-898-4760 908-898-4133 sharon petrosino@hp.com Financial Street PO Box 4878 Syracuse NY 13221-4878 315-425-2716 315-425-8576 m Counsel to Hexcel Corporation Counsel to Hexcel Corporation Counsel to Hexcel Corporation; Counsel for Yazaki North America				O Ti							#	
Herrick, Feinstein LLP Paul Rubin 2 Park Avenue New York NY 10016 212-592-1448 212-545-3360 prubin@herrick.com Schmidt Technology GmbH Counsel to Canon U.S.A., Inc. and Schmidt Technology GmbH Counsel to Hewlett-Packard Company Anne Marie Kennelly 3000 Hanover St., M/S 1050 Palo Alto CA 94304 650-857-6902 650-852-8617 anne.kennelly@hp.com Counsel to Hewlett-Packard Company Counsel to Hewlett-Packard Company Hewlett-Packard Company Sharon Petrosino Hewlett-Packard Company Sharon Petrosino Schmidt Technology GmbH Counsel to Hewlett-Packard Company Counsel to Hewlett-Packard Company Ny 10016 212-592-1448 212-545-3360 prubin@herrick.com Schmidt Technology GmbH Counsel to Hewlett-Packard Counsel to Hewlett-Packard Company Counsel to Hewlett-Packard Company Financial Services Company echarlton@hiscockbarclay.co Hiscock & Barclay, LLP Julia S. Kreher One M&T Plaza Suite 2000 Buffalo NY 14203 716-848-1330 716-848-1330 716-819-4645 Ikreher@hodgsonruss.com Counsel to Hexcel Corporation; C	Hollor Ehrman I I B	Timothy Mohok	Timos Square Tower		Now York	NV	10026		212 022 0200	212 762 7600		Coupant to @Bood Inc
Herrick, Feinstein LLP Paul Rubin	Tieller Ellittian EEF	Timothy Menok	Times Square Tower	Square	New Tork	INI	10030		212-032-0300	212-703-7000	COIII	
Hewlett-Packard Company Anne Marie Kennelly Anne Manne Marie Manne Manne Anne Marie Kennelly Anne Manne Manne Manne Manne Manne Manne Mannelly Anne Manne Manne Mannelly Anne Mewlett-Packard Counsel to Hewlett-Packard Counsel to Hewlett-Packard Counsel to Hewlett-Packard Anne Mannelly Anne Mewlett-Packard Anne Mannelly Anne Mannell	Herrick, Feinstein LLP	Paul Rubin	2 Park Avenue		New York	NY	10016		212-592-1448	212-545-3360	prubin@herrick.com	
Hewlett-Packard Company Kenneth F. Higman 2125 E. Katella Avenue Suite 400 Anaheim CA 92806 714-940-7120 740-940-7539 ken.higman@hp.com Company Counsel to Hewlett-Packard Company Sharon Petrosino 420 Mountain Avenue Murray Hill NJ 07974 908-898-4760 908-898-4133 sharon.petrosino@hp.com Financial Services Company Enancial Services Company echarlton@hiscockbarclay.co Hiscock & Barclay, LLP J. Eric Charlton 300 South Salina Street PO Box 4878 Syracuse NY 13221-4878 315-425-2716 315-425-876 m Counsel to GW Plastics, Inc. Hodgson Russ LLP Julia S. Kreher One M&T Plaza Suite 2000 Buffalo NY 14203 716-848-1330 716-819-4645 kreher@hodgsonruss.com Counsel to Hexcel Corporation; Counsel for Yazaki North America												
Hewlett-Packard Company Kenneth F. Higman 2125 E. Katella Avenue Suite 400 Anaheim CA 92806 714-940-7120 740-940-7539 ken.higman@hp.com Company Hewlett-Packard Company Sharon Petrosino 420 Mountain Avenue Murray Hill NJ 07974 908-898-4760 908-898-4133 sharon.petrosino@hp.com Financial Services Company Hiscock & Barclay, LLP J. Eric Charlton 300 South Salina Street PO Box 4878 Syracuse NY 13221-4878 315-425-2716 315-425-876 m Counsel to GW Plastics, Inc. Hodgson Russ LLP Julia S. Kreher One M&T Plaza Suite 2000 Buffalo NY 14203 716-848-1330 716-819-4645 kreher@hodgsonruss.com Counsel to Hexcel Corporation; Counsel for Yazaki North America	Hewlett-Packard Company	Anne Marie Kennelly	3000 Hanover St., M/S 1050		Palo Alto	CA	94304		650-857-6902	650-852-8617	anne.kennelly@hp.com	
Hewlett-Packard Company Sharon Petrosino 420 Mountain Avenue Murray Hill NJ 07974 908-898-4760 908-898-4760 908-898-4133 sharon petrosino@hp.com Financial Services Company echarlton@hiscockbarclay.co Financial Services Company Financial Service												
Hewlett-Packard Company Sharon Petrosino 420 Mountain Avenue Murray Hill NJ 07974 908-898-4760 908-898-4133 sharon.petrosino@hp.com Financial Services Company Hiscock & Barclay, LLP J. Eric Charlton 300 South Salina Street PO Box 4878 Syracuse NY 13221-4878 315-425-2716 315-425-876 m Counsel to GW Plastics, Inc. Hodgson Russ LLP Julia S. Kreher One M&T Plaza Suite 2000 Buffalo NY 14203 716-848-1330 716-819-4645 kreher@hodgsonruss.com Counsel to Hexcel Corporation; Counsel for Yazaki North America	Hewlett-Packard Company	Kenneth F. Higman	2125 E. Katella Avenue	Suite 400	Anaheim	CA	92806		714-940-7120	740-940-7539	ken.higman@hp.com	
Hiscock & Barclay, LLP J. Eric Charlton 300 South Salina Street PO Box 4878 Syracuse NY 13221-4878 315-425-2716 315-425-876 m Counsel to GW Plastics, Inc. PO Box 4878 Syracuse NY 14203 716-848-1330 716-848-1330 716-849-4645 Kreher@hodgsonruss.com Counsel to Hexcel Corporation; C Counsel for Yazaki North America	Hendett Beekend Commit	Ohanan Datasaina	400 Manustais Annance		N. 4		07074		000 000 4700	000 000 4100	-h	
Hiscock & Barclay, LLP J. Eric Charlton 300 South Salina Street PO Box 4878 Syracuse NY 13221-4878 315-425-2716 315-425-8576 m Counsel to GW Plastics, Inc. Hodgson Russ LLP Julia S. Kreher One M&T Plaza Suite 2000 Buffalo NY 14203 716-848-1330 716-819-4645 kreher@hodgsonruss.com Counsel to Hexcel Corporation; Counsel for Yazaki North America	Hewlett-Packard Company	Snaron Petrosino	420 Mountain Avenue		Murray Hill	NJ	07974		908-898-4760	908-898-4133		Financial Services Company
Hodgson Russ LLP Julia S. Kreher One M&T Plaza Suite 2000 Buffalo NY 14203 716-848-1330 716-819-4645 kreher@hodgsonruss.com Counsel to Hexcel Corporation; Counsel to Hexcel Corporation; Counsel for Yazaki North America	Hiscock & Barclay I I P	I Fric Charlton	300 South Salina Street	PO Boy 4878	Syracuse	NY	13221_4878		315_425_2716	315_425_8576		Counsel to GW Plastics Inc
Counsel to Hexcel Corporation; C Counsel for Yazaki North America								 				
Counsel for Yazaki North America	goo	23.10 0.10 0101		- 3.10 2000	200.0						, <u></u>	
												Counsel for Yazaki North America,
Hodgson Russ LLP Stephen H. Gross, Esq. 230 Park Avenue 17th Floor New York NY 10169 212-751-4300 212-751-0928 sgross@hodgsonruss.com Inc.	Hodgson Russ LLP	Stephen H. Gross, Esq.	230 Park Avenue	17th Floor	New York	NY	10169		212-751-4300	212-751-0928	sgross@hodgsonruss.com	Inc.

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	FAX	EMAIL	PARTY / FUNCTION
Hadraan Duas III D	Ctonbon II Cross For	60 F 42nd St 27th FI		New York	NY	10165-0150		242 664 2525	242 072 467	sgross@hodgsonruss.com	Co-Counsel for Yazaki North America, Inc.
Hodgson Russ LLP	Stephen H. Gross, Esq.	60 E 42nd St 37th FI	555 Thirteenth	New York	INY	10165-0150		212-001-3535	212-972-1677	sgross@nodgsonruss.com	Counsel to Umicore Autocat
Hogan & Hartson L.L.P.	Edward C. Dolan	Columbia Square	Street, N.W.	Washington	D.C.	20004-1109		202 627 5677	202-637-5910	ecdolan@hhlaw.com	Canada Corp.
Hogali & Haltsoli E.E.F.	Edward C. Dolaii	Columbia Square	Street, IN.VV.	wasnington	D.C.	20004-1109		202-037-3077	202-037-3910	ecquian@nniaw.com	Cariada Corp.
Hogan & Hartson L.L.P.	Scott A. Golden	875 Third Avenue		New York	NY	10022		212-918-3000	212-918-3100	sagolden@hhlaw.com	Counsel to XM Satellite Radio Inc.
											Counsel to CoorsTek, Inc.; Corus,
Holme Roberts & Owen, LLP	Elizabeth K. Flaagan	1700 Lincoln	Suite 4100	Denver	CO	80203		303-861-7000	303-866-0200	elizabeth.flaagan@hro.com	L.P.
Honigman, Miller, Schwartz and			660 Woodward								Counsel to Fujitsu Ten Corporation
Cohn, LLP	Donald T. Baty, Jr.	2290 First National Building	Avenue	Detroit	MI	48226		313-465-7314	313-465-7315	dbaty@honigman.com	of America
											Counsel to Valeo Climate Control
											Corp.; Valeo Electrical Systems,
											Inc Motors and Actuators
											Division; Valeo Electrical Systems,
Honigman, Miller, Schwartz and			660 Woodward								Inc Wipers Division; Valeo
Cohn, LLP	E. Todd Sable	2290 First National Building	Avenue	Detroit	MI	48226		313-465-7548	313-465-7549	tsable@honigman.com	Switches & Detection System, Inc.
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Honigman, Miller, Schwartz and			660 Woodward								Counsel for Valeo Climate Control
Cohn, LLP	Seth A Drucker	2290 First National Building	Avenue Ste 2290	Detroit	MI	48226		313-465-7626	313-465-7627	sdrucker@honigman.com	Corp.
										lgretchko@howardandhoward.	Intellectual Property Counsel for
Howard & Howard Attorneys PC	Lisa S Gretchko	39400 Woodward Ave	Ste 101	Bloomfield Hills	MI	48304-5151		248-723-0396	248-645-1568	com com	Delphi Corporation, et al.
Howick, Westfall, McBryan &			Ste 600 One Tower								Counsel to Vanguard Distributors,
Kaplan, LLP	Louis G. McBryan	3101 Tower Creek Parkway	Creek	Atlanta	GA	30339			678-384-7034		Inc.
Hunton & Wiliams LLP	Michael P. Massad, Jr.	Energy Plaza, 30th Floor	1601 Bryan Street	Dallas	TX	75201		214-979-3000			Counsel to RF Monolithics, Inc.
Hunton & Wiliams LLP	Steven T. Holmes	Energy Plaza, 30th Floor	1601 Bryan Street	Dallas	TX	75201			214-880-0011		Counsel to RF Monolithics, Inc.
Hurwitz & Fine P.C. Ice Miller	Ann E. Evanko	1300 Liberty Building	Box 82001	Buffalo	NY IN	14202 46282-0200		716-849-8900	317-236-2219		Counsel to Jiffy-Tite Co., Inc.
ice Miller	Ben T. Caughey	One American Square	BUX 62001	Indianapolis	IIN	40202-0200		317-236-2100	317-230-2218	Ben.Caugney@icemilier.com	Counsel to Sumco, Inc.
											General Counsel & Vice President
Infineon Technologies North											for Infineon Technologies North
America Corporation	Greg Bibbes	1730 North First Street	M/S 11305	San Jose	CA	95112		408-501-6442	408-501-2488	greg.bibbes@infineon.com	America Corporation
	, and the second										Global Account Manager for
Infineon Technologies North											Infineon Technologies North
America Corporation	Jeff Gillespie	2529 Commerce Drive	Suite H	Kokomo	IN	46902		765-454-2146	765-456-3836		America
										heather@inplaytechnologies.c	
InPlay Technologies Inc	Heather Beshears	234 South Extension Road		Mesa	AZ	85201				<u>om</u>	Creditor
											Counsel to International
											Brotherood of Electrical Workers
											Local Unions No. 663; International Association of Machinists: AFL-
											CIO Tool and Die Makers Local
											Lodge 78, District 10; International
International Union of Operating											Union of Operating Engineers
Engineers	Richard Griffin	1125-17th Avenue, N.W.		Washington	DC	20036		202-429-9100	202-778-2641	rariffin@iuoe.ora	Local Union Nos. 18, 101 and 832
											,
Jaffe, Raitt, Heuer & Weiss, P.C.	Paige E. Barr	27777 Franklin Road	Suite 2500	Southfield	MI	48034		248-351-3000	248-351-3082	pbarr@jaffelaw.com	Counsel to Trutron Corporation
											Counsel to Port City Die Cast and
James R Scheuerle	Parmenter O'Toole	601 Terrace Street	PO Box 786	Muskegon	MI	49443-0786		231-722-1621	231-728-2206	JRS@Parmenterlaw.com	Port City Group Inc
											Counsel to SPX Corporation
											(Contech Division), Alcan Rolled
James C. Blank I.I.B.	Danield D. Datama	Or - IDM Dire-		Ohioon		00044		240 000 0050	040 040 700		Products-Ravenswood, LLC,
Jenner & Block LLP	Ronald R. Peterson	One IBM Plaza		Chicago	IL	60611		312-222-9350	312-840-7381	rpeterson@jenner.com	Tenneco Inc. and Contech LLC
Jones Day	Scott J. Friedman	222 East 41st Street		New York	NY	10017		212-326-3939	212-755-7306	sifriedman@jonesday.com	Counsel to WL. Ross & Co., LLC
			1	1		1.50	1	0_0 0000			

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	FAX	EMAIL	PARTY / FUNCTION
			7.55.1.552		0.7.1						Counsel to TDK Corporation
											America and MEMC Electronic
Katten Muchin Rosenman LLP	John P. Sieger, Esq.	525 West Monroe Street		Chicago	IL	60661		312-902-5200	312-577-4733	john.sieger@kattenlaw.com	Materials, Inc.
											Counsel to InPlay Technologies
Kaye Scholer LLP	Richard G Smolev	425 Park Avenue		New York	NY	10022-3598		212-236-8000	212-836-8689	rsmolev@kayescholer.com	Inc
Kegler, Brown, Hill & Ritter Co.,											Counsel to Solution Recovery
LPA	Kenneth R. Cookson	65 East State Street	Suite 1800	Columbus	OH	43215		614-426-5400	614-464-2634	kcookson@keglerbrown.com	Services
Keller Rohrback L.L.P.	Lynn Lincoln Sarko Cari Campen Laufenberg Erin M. Rily	1201 Third Avenue	Suite 3200	Seattle	WA	98101		206-623-1900	206-623-3384	Isarko@kellerrohrback.com claufenberg@kellerrohrback.co erilev@kellerrohrback.com	Counsel to Neal Folck, Greg Bartell, Donald McEvoy, Irene Polito, and Thomas Kessler, on behalf of themselves and a class of persons similarly situated, and on behalf of the Delphi Savings- Stock Purchase Program for Salaried Employees in the United States and the Delphi Personal Savings Plan for Hourly-Rate Employees in the United States
Relief Roffiback L.L.F.	Ellii W. Kiiy	1201 Tillia Averide	Suite 3200	Seattle	VVA	90101		200-023-1900	200-023-3304	enley@kellerroniback.com	Employees in the Officed States
			3101 North Central								Counsel to Neal Folck, Greg Bartell, Donald McEvoy, Irene Polito, and Thomas Kessler, on behalf of themselves and a class of persons similarly situated, and on behalf of the Delphi Savings- Stock Purchase Program for Salaried Employees in the United States and the Delphi Personal Savings Plan for Hourly-Rate
Keller Rohrback P.L.C.	Gary A. Gotto	National Bank Plaza	Avenue, Suite 900	Phoenix	AZ	85012		602-248-0088	602-248-2822	ggotto@kellerrohrback.com	Employees in the United States
	,										Counsel to The International Union of Electronic, Salaried, Machine and Furniture Workers - Communicaitons Workers of
Kennedy, Jennick & Murray	Larry Magarik	113 University Place	7th Floor	New York	NY	10003		212-358-1500	212-358-0207	lmagarik@kjmlabor.com	America
Kennedy, Jennick & Murray	Susan M. Jennik	113 University Place	7th Floor	New York	NY	10003		212-358-1500	212-358-0207	sjennik@kjmlabor.com	Counsel to The International Union of Electronic, Salaried, Machine and Furniture Workers - Communicaitons Workers of America Counsel to The International Union of Electronic, Salaried, Machine and Furniture Workers -
L											Communications Workers of
Kennedy, Jennick & Murray	Thomas Kennedy	113 University Place	7th Floor	New York	NY	10003		212-358-1500	212-358-0207	tkennedy@kjmlabor.com	America
le: 00 Hz	H. Slayton Dabney, Jr.	1105 4				10000		040 550 040	040 550 000	sdabney@kslaw.com	0 1/ 1/01/01/07
King & Spalding, LLP	Bill Dimos	1185 Avenue of the Americas		New York	NY	10036		212-556-2100	212-556-2222	bdimos@kslaw.com	Counsel to KPMG LLP
Kirkland & Ellis LLP	Jim Stempel	200 East Randolph Drive		Chicago	IL	60601		312-861-2000	312-861-2200	jstempel@kirkland.com	Counsel to Lunt Mannufacturing Company
Kirkpatrick & Lockhart Nicholson Graham LLP	Edward M. Fox	599 Lexington Avenue		New York	NY	10022		212-536-4812	212-536-3901	efox@klng.com	Counsel to Wilmington Trust Company, as Indenture trustee
Klett Rooney Lieber & Schorling	DeWitt Brown	The Brandywine Building	1000 West Street, Suite 1410	Wilmington	DE	19801		(302) 552-4200		dbrown@klettrooney.com	Counsel to Entergy
Krugliak, Wilkins, Griffiths &											
Dougherty CO., L.P.A.	Sam O. Simmerman	4775 Munson Street N.W.	P.O. Box 36963	Canton	OH	44735-6963		330-497-0700	330-497-4020	sosimmerman@kwgd.com	Counsel to for Millwood, Inc.

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	FAX	EMAIL	PARTY / FUNCTION
COMI AIVI	CONTACT	ADDRESST	ADDICEOUZ	OILI	UIAIL	211	COUNTRY	THORE	I AA	LWAIL	Counsel to DaimlerChrysler
											Corporation; DaimlerChrylser
											Motors Company, LLC;
Kutak Rock LLP	Jay Selanders	1010 Grand Blvd Ste 500		Kansas City	MO	64106		816-502-4617	816-960-0041	iav.selanders@kutakrock.com	DaimlerChrylser Canada, Inc.
Kutchin & Rufo, P.C.	Edward D. Kutchin	Two Center Plaza	Suite 620	Boston	MA	02108-1906		617-542-3000		ekutchin@kutchinrufo.com	Counsel to Parlex Corporation
Kutchin & Rufo, P.C.	Kerry R. Northrup	Two Center Plaza	Suite 620	Boston	MA	02108-1906		617-542-3000		knorthup@kutchinrufo.com	Counsel to Parlex Corporation
Lambert, Leser, Isackson, Cook											, , , , , , , , , , , , , , , , , , ,
Guinta, P.C.	Susan M. Cook	309 Davidson Building	PO Box 835	Bay City	MI	48707-0835		989-893-3518		smcook@lambertleser.com	Counsel to Linamar Corporation
Latham & Watkins	Erika Ruiz	885 Third Avenue		New York	NY	10022			212-751-4864		UCC Professional
Latham & Watkins	Henry P. Baer, Jr.	885 Third Avenue		New York	NY	10022		212-906-1200	212-751-4864	henry.baer@lw.com	UCC Professional
Latham & Watkins	Mark A. Broude	885 Third Avenue		New York	NY	10022		212-906-1384	212-751-4864	mark.broude@lw.com	UCC Professional
Latham & Watkins	Michael J. Riela	885 Third Avenue		New York	NY	10022		212-906-1200	212-751-4864	michael.riela@lw.com	UCC Professional
Latham & Watkins	Mitchell A. Seider	885 Third Avenue		New York	NY	10022		212-906-1200	212-751-4864	mitchell.seider@lw.com	UCC Professional
											Counsel to A-1 Specialized
Law Offices of Michael O'Hayer	Michael O'Hayer Esq	22 N Walnut Street		West Chester	PA	19380		610-738-1230	610-738-1217	mkohayer@aol.com	Services and Supplies Inc
·											Counsel to Freescale
											Semiconductor, Inc. f/k/a Motorola
											Semiconductor Systems (U.S.A.)
Lewis and Roca LLP	Rob Charles, Esq.	One South Church Street	Suite 700	Tucson	AZ	85701		520-629-4427	520-879-4705	rcharles@Irlaw.com	Inc.
											Counsel to Freescale
											Semiconductor, Inc. f/k/a Motorola
											Semiconductor Systems (U.S.A.)
Lewis and Roca LLP	Susan M. Freeman, Esq.	40 North Central Avenue	Suite 1900	Phoenix	AZ	85004-4429		602-262-5756	602-734-3824	sfreeman@Irlaw.com	Inc.
		General Counsel for Linear	1630 McCarthy								Counsel to Linear Technology
Linear Technology Corporation	John England, Esq.	Technology Corporation	Blvd.	Milpitas	CA	95035-7417		408-432-1900	408-434-0507	jengland@linear.com	Corporation
Linebarger Goggan Blair &										austin.bankruptcy@publicans.	Counsel to Cameron County,
Sampson, LLP	Diane W. Sanders	1949 South IH 35 (78741)	P.O. Box 17428	Austin	TX	78760-7428		512-447-6675	512-443-5114	<u>com</u>	Brownsville ISD
Linebarger Goggan Blair &										dallas.bankruptcy@publicans.c	Counsel to Dallas County and
Sampson, LLP	Elizabeth Weller	2323 Bryan Street	Suite 1600	Dallas	TX	75201		214-880-0089	4692215002	<u>om</u>	Tarrant County
											Counsel in Charge for Taxing
											Authorities: Cypress-Fairbanks
Linebarger Goggan Blair &										houston_bankruptcy@publican	Independent School District, City of
Sampson, LLP	John P. Dillman	P.O. Box 3064		Houston	TX	77253-3064		713-844-3478	713-844-3503	<u>s.com</u>	Houston, Harris County
											Counsel to Creditor The Interpublic
											Group of Companies, Inc. and
											Proposed Auditor Deloitte &
Loeb & Loeb LLP	P. Gregory Schwed	345 Park Avenue		New York	NY	10154-0037		212-407-4000		gschwed@loeb.com	Touche, LLP
											Counsel to Industrial Ceramics
Loeb & Loeb LLP	William M. Hawkins	345 Park Avenue		New York	NY	10154		212-407-4000	212-407-4990	whawkins@loeb.com	Corporation
											Counsel to Methode Electronics,
Lord, Bissel & Brook	Timothy S. McFadden	115 South LaSalle Street		Chicago	IL	60603		312-443-0370		tmcfadden@lordbissell.com	Inc.
l									312-443-896-		Counsel to Sedgwick Claims
Lord, Bissel & Brook	Timothy W. Brink	115 South LaSalle Street		Chicago	IL	60603		312-443-1832	6432	tbrink@lordbissell.com	Management Services, Inc.
											Counsel to Sedgwick Claims
l								212-947-8304			Management Services, Inc. and
Lord, Bissel & Brook LLP	Kevin J. Walsh	885 Third Avenue	26th Floor	New York	NY	10022-4802			212-947-1202	kwalsh@lordbissell.com	Methode Electronics, Inc.
									=		Counsel to Daewoo International
Lowenstein Sandler PC	Bruce S. Nathan	1251 Avenue of the Americas		New York	NY	10020		212-262-6700	212-262-7402	bnathan@lowenstein.com	(America) Corp.
											Counsel to Teachers Retirement
											System of Oklahoma; Public
											Employes's Retirement System of
											Mississippi; Raifeisen
		1051 4 511 4 :	1011 51			10000		040 000 0700	040 000 7/22		Kapitalanlage-Gesellschaft m.b.H
Lowenstein Sandler PC	Ira M. Levee	1251 Avenue of the Americas	18th Floor	New York	NY	10020		212-262-6700	212-262-7402	ilevee@lowenstein.com	and Stichting Pensioenfords ABP
Lauranatain Can III BC	1/ 4h A D	OF Linda pates A		Daniel I	NI I	07000		070 507 0500	070 507 0465		Counsel to Cerberus Capital
Lowenstein Sandler PC	Kenneth A. Rosen	65 Livingston Avenue		Roseland	NJ	07068	1	9/3-597-2500	973-597-2400	krosen@lowenstein.com	Management, L.P.

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	FAX	EMAIL	PARTY / FUNCTION
											Counsel to Teachers Retirement System of Oklahoma; Public
											Employes's Retirement System of
											Mississippi; Raifeisen
											Kapitalanlage-Gesellschaft m.b.H
Lowenstein Sandler PC	Michael S. Etikin	1251 Avenue of the Americas	18th Floor	New York	NY	10020		212-262-6700	212-262-7402	metkin@lowenstein.com	and Stichting Pensioenfords ABP
											Counsel to Cerberus Capital
	0 " 0 "	051:: 4				07000		070 507 0500	070 507 0400		Management, L.P.; AT&T
Lowenstein Sandler PC Lowenstein Sandler PC	Scott Cargill Vincent A. D'Agostino	65 Livingston Avenue 65 Livingston Avenue		Roseland Roseland	NJ NJ	07068 07068		973-597-2500 973-597-2500		scargill@lowenstein.com vdagostino@lowenstein.com	Corporation Counsel to AT&T Corporation
Lyden, Liebenthal & Chappell,	VIIICEIII A. D'Agostiilo	03 Livingston Avenue		Noscianu	INJ	07000		973-397-2300	973-397-2400	vuagostino@ioweristein.com	Courise to AT&T Corporation
Ltd.	Erik G. Chappell	5565 Airport Highway	Suite 101	Toledo	ОН	43615		419-867-8900	419-867-8909	egc@lvdenlaw.com	Counsel to Metro Fibres, Inc.
Maddin, Hauser, Wartell, Roth &	Ziiii G. Giiappoii	coco /po.t :gay	Caito 101	. 0.000	0	10010		110 001 0000		Squ(e, y do may no m	Attorney for Danice Manufacturing
Heller PC	Alexander Stotland Esq	28400 Northwestern Hwy	Third Floor	Southfield	MI	48034		248-354-4030		axs@maddinhauser.com	Co.
		,		Greenwood							Representative for Madison
Madison Capital Management	Joe Landen	6143 South Willow Drive	Suite 200	Village	CO	80111		303-957-4254	303-957-2098	ilanden@madisoncap.com	Capital Management
	Jeffrey M. Levinson, Esq.									iml@ml-legal.com	
Margulies & Levinson, LLP	Leah M. Caplan, Esq.	30100 Chagrin Boulevard	Suite 250	Pepper Pike	ОН	44124		216-514-4935	216-514-4936	Imc@ml-legal.com	Counsel to Venture Plastics
											Counsel to H.E. Services
											Company and Robert Backie and
											Counsel to Cindy Palmer, Personal Representative to the Estate of
Mastromarco & Jahn, P.C.	Viotor I Maatromaraa Ir	. 1024 North Michigan Avenue	D O Poy 2107	Saginaw	МІ	48605-3197		989-752-1414		vmastromar@aol.com	Michael Palmer
Mastromarco & Jann, F.C.	VICIOI J. Mastromarco, Jr.	. 1024 North Michigan Avenue	F.O. BOX 3191	Sayırlaw	IVII	46003-3197		909-732-1414		VITIASTI OTTIAT (QUADI. COTT	Michael Failtiei
											Counsel to NDK America,
											Inc./NDK Crystal, Inc.; Foster
											Electric USA, Inc.; JST
											Corporation; Nichicon (America)
											Corporation; Taiho Corporation of
											America; American Aikoku Alpha,
											Inc.; Sagami America, Ltd.; SL
Masuda Funai Eifert & Mitchell,											America, Inc./SL Tennessee, LLC
Ltd.	Gary D. Santella	203 North LaSalle Street	Suite 2500	Chicago	IL	60601-1262		312-245-7500	312-245-7467	gsantella@masudafunai.com	and Hosiden America Corporation
	. " o T	1075 D			ND7	40040		040 000 4040	040 500 0500	igtougas@mayerbrownrowe.co	
Mayer, Brown, Rowe & Maw LLP	Jeffrey G. Tougas	1675 Broadway		New York	NY	10019		212-262-1910	212-506-2500	<u>m</u>	Counsel to Bank of America, N.A.
Mayer, Brown, Rowe & Maw LLP	Paniara D'Avaraa Ir	1675 Broadway		New York	NY	10019		212-262-1910	212 506 2500	rdaversa@maverbrown.com	Counsel to Bank of America, N.A.
McCarter & English, LLP	David J. Adler, Jr. Esq.	245 Park Avenue, 27th Floor		New York	NY	10167		212-609-6800		dadler@mccarter.com	Counsel to Ward Products. LLC
WCCarter & English, EEF	David J. Adiel, Jr. LSq.	243 Faik Aveilue, 27tii Floor		INEW TOIK	INI	10107		212-009-0000	212-009-0921	dadier@friccarter.com	Counsel to General Products
McCarter & English, LLP	Eduardo J. Glas, Esq.	Four Gateway Center	100 Mulberry Street	Newark	NJ	07102-4096		913-622-4444	973-624-7070	eglas@mccarter.com	Delaware Corporation
	John J. Salmas	l car carrent, conte								jsalmas@mccarthy.ca	Counsel to Themselves (McCarthy
McCarthy Tetrault LLP	Lorne P. Salzman	66 Wellington Street West	Suite 4700	Toronto	Ontario	M5K 1E6		416-362-1812	416-868-0673	Isalzman@mccarthy.ca	Tetrault LLP)
•											Counsel to Linear Technology
											Corporation, National
											Semiconductor Corporation;
McDermott Will & Emery LLP	James M. Sullivan	340 Madison Avenue		New York	NY	10017		212-547-5477	212-547-5444	jmsullivan@mwe.com	Timken Corporation
											Counsel to National
McDermott Will & Emery LLP	Stephen B. Selbst	340 Madison Avenue		New York	NY	10017		212-547-5400	212-547-5444		Semiconductor Corporation
McDanald Hanking Co. 154	Coatt N. Oninger Fre	600 Superior Avenue F	Cuito 2100	Claveland	OLL	44444		246 240 5400	246 240 5474	sopincar@mcdonaldhopkins.c	Counsel to Republic Engineered
McDonald Hopkins Co., LPA	Scott N. Opincar, Esq.	600 Superior Avenue, E.	Suite 2100	Cleveland	OH	44114		216-348-5400	∠10-348-54/4	<u>om</u>	Products, Inc.
McDonald Hopkins Co., LPA	Shawn M. Riley, Esq.	600 Superior Avenue, E.	Suite 2100	Cleveland	ОН	44114		216-348-5400	216 349 5474	sriley@mcdonaldhopkins.com	Counsel to Republic Engineered Products, Inc.
McElroy, Deutsch, Mulvaney &	onawii ivi. ixiley, ESq.	ooo Superior Averiue, E.	Guille 2 100	Oicveialla	OH	74114		210-340-3400	210-040-04/4	эттеуцентеченациноркить.сон	Counsel to New Jersey Self-
Carpenter, LLP	Jeffrey Bernstein, Esq.	Three Gateway Center	100 Mulberry Street	Newark	NJ	07102-4079		973-622-7711	973-622-5314	jbernstein@mdmc-law.com	Insurers Guaranty Association
	zzmo, zomotom, zog.	oo oatonay oonto				352 40.0			5.5 5 <u>-2</u> 5514	amccollough@mcquirewoods.	Counsel to Siemens Energy &
			901 East Cary							iameconough@medulrewoods.	Counsel to Siemens Energy &

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2002 List

COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	FAX	EMAIL	PARTY / FUNCTION
COM AIT	CONTACT	ABBITECOT	ABBREGGE	0111	UIAIL		GOOMIN	THORE	1700	LINAL	Counsel to The International Union
											of Electronic, Salaried, Machine
											and Furniture Workers -
Meyer, Suozzi, English & Klein,											Communications Workers of
P.C.	Hanan Kolko	1350 Broadway	Suite 501	New York	NY	10018		212-230-4000	212-230-1311	hkolko@msek.com	America
1 .0.	Hanan Koiko	1000 Bloadway	Outc 50 i	INCW FOIR	INI	10010		212-200-4000	212-200-1011	TIKOIKO(Q/TISCK.COTI	Counsel to United Steel, Paper
											and Forestry, Rubber,
											Manufacturing, Energy, Allied
											Industrial and Service Workers,
Meyer, Suozzi, English & Klein,											International Union (USW), AFL-
P.C.	Lowell Peterson, Esq.	1350 Broadway	Suite 501	New York	NY	10018		212 220 4000	212 220 1211	lpeterson@msek.com	CIO
Meyers, Rodbell & Rosenbaum,	Lowell Feterson, Esq.	1330 Bloadway	6801 Kenilworth	New TOIK	INT	10016		212-239-4999	212-239-1311	ipeterson@msek.com	
	M. Even Marray	Dadabia Baildia		Diversials Davis	MD	00707 4005		204 600 5000			Counsel to Prince George County,
P.A.	M. Evan Meyers	Berkshire Building		Riverdale Park	MD	20737-1385		301-699-5800		emeyers@mrrlaw.net	Maryland
Meyers, Rodbell & Rosenbaum,			6801 Kenilworth								Counsel to Prince George County,
P.A.	Robert H. Rosenbaum	Berkshire Building	Avenue, Suite 400	Riverdale Park	MD	20737-1385		301-699-5800		rrosenbaum@mrrlaw.net	Maryland
I											
İ			3030 W. Grand								Attorney General for State of
Michael Cox		Cadillac Place	Blvd., Suite 10-200	Detroit	MI	48202		313-456-0140		miag@michigan.gov	Michigan, Department of Treasury
Michigan Department of Labor											
and Economic Growth, Worker's											Assistant Attorney General for
Compensation Agency	Dennis J. Raterink	PO Box 30736		Lansing	MI	48909-7717		517-373-1820	517-373-2129	raterinkd@michigan.gov	Worker's Compensation Agency
Michigan Department of Labor											
and Economic Growth, Worker's											Attorney General for Worker's
Compensation Agency	Michael Cox	PO Box 30736		Lansing	MI	48909-7717		517-373-1820	517-373-2129	miag@michigan.gov	Compensation Agency
											Counsel to Michigan Heritage
Michigan Heritage Bank	Janice M. Donahue	28300 Orchard Lake Rd	Ste 200	Farmington Hills	MI	48334		248-538-2529	248-786-3596	jdonahue@miheritage.com	Bank; MHB Leasing, Inc.
-											Counsel to Computer Patent
											Annuities Limited Partnership,
											Hydro Aluminum North America,
											Inc., Hydro Aluminum Adrian, Inc.,
											Hydro Aluminum Precision Tubing
											NA, LLC, Hydro Alumunim Ellay
											Enfield Limited, Hydro Aluminum
											Rockledge, Inc., Norsk Hydro
											Canada, Inc., Emhart
											Technologies LLL and Adell
Miles & Stockbridge, P.C.	Thomas D. Renda	10 Light Street		Baltimore	MD	21202		410-385-3418	410-385-3700	trenda@milesstockbridge.com	Plastics, Inc.
William & Otookbridge, F. O.	Thomas P. Sarb	To Light Officet	Suite 800, PO Box	Balamore	IVID	LILUL		616-831-1748		sarbt@millerjohnson.com	r idotios, irro.
Miller Johnson	Robert D. Wolford	250 Monroe Avenue, N.W.	306	Grand Rapids	МІ	49501-0306		616-831-1726		wolfordr@millerjohnson.com	Counsel to Pridgeon & Clay, Inc.
Miller, Canfield, Paddock and	ROBERT D. WORLDIG	250 Monioc Avende, 14.44.	300	Orana rapido	IVII	43301-0300		010-031-1720	010-300-1720	Wolford (Chillici Johnson: Com	Counsel to Wells Operating
Stone, P.L.C.	Jonathan S. Green	150 W. Jefferson Avenue	Suite 2500	Detroit	MI	48226		212 406 9452	313-496-7997	greeni@millercanfield.com	Partnership, LP
Storie, P.L.C.	Johannan S. Green	150 W. Jellerson Avenue	Suite 2000	Detroit	IVII	40220		313-490-0432	313-490-7997	greenj@miliercamieid.com	
											Counsel to Niles USA Inc.;
Miller Confield Dedded and											Techcentral, LLC; The Bartech
Miller, Canfield, Paddock and	Time of the A. Time of	450 M 1-# A	0	D-4:4		40000		040 400 0405	040 400 0450	£	Group, Inc.; Fischer Automotive
Stone, P.L.C.	Timothy A. Fusco	150 W. Jefferson Avenue	Suite 2500	Detroit	MI	48226		313-496-8435	313-496-8453	fusco@millercanfield.com	Systems
											Counsel to Hitachi Automotive
Mintz, Levin, Cohn, Ferris											Products (USA), Inc. and Conceria
Glovsky and Pepco, P.C.	Paul J. Ricotta	One Financial Center		Boston	MA	02111		617-542-6000	617-542-2241	pjricotta@mintz.com	Pasubio
Molex Connector Corp	Jeff Ott	2222 Wellington Ct.		Lisle	IL	60532		630-527-4254	630-512-8610	Jeff.Ott@molex.com	Counsel to Molex Connector Corp
											Counsel to ITT Industries, Inc.;
Morgan, Lewis & Bockius LLP	Andrew D. Gottfried	101 Park Avenue		New York	NY	10178-0060		212-309-6000	212-309-6001	agottfried@morganlewis.com	Hitachi Chemical (Singapore), Ltd.
	Menachem O.									mzelmanovitz@morganlewis.c	Counsel to Hitachi Chemical
Morgan, Lewis & Bockius LLP	Zelmanovitz	101 Park Avenue		New York	NY	10178		212-309-6000			(Singapore) Pte, Ltd.

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2002 List

COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	FAX	EMAIL	PARTY / FUNCTION
Morgan, Lewis & Bockius LLP	Richard W. Esterkin, Esq.	. 300 South Grand Avenue		Los Angeles	CA	90017		213-612-1163	213-612-2501	resterkin@morganlewis.com	Counsel to Sumitomo Corporation
3											Councel to Standard Microsystems
											Counsel to Standard Microsystems Corporation and its direct and
											indirect subsidiares Oasis
											SiliconSystems AG and SMSC NA
											Automotive, LLC (successor-in-
Moritt Hock Hamroff & Horowitz											interst to Oasis Silicon Systems,
LLP	Leslie Ann Berkoff	400 Garden City Plaza		Garden City	NY	11530		516-873-2000		lberkoff@moritthock.com	Inc.)
										mdallago@morrisoncohen.co	Counsel to Blue Cross and Blue
Morrison Cohen LLP	Michael R. Dal Lago	909 Third Avenue		New York	NY	10022		212-735-8757	917-522-3157	<u>m</u>	Shield of Michigan
	Raymond J. Urbanik,							044 055 7500			
	Esq., Joseph J. Wielebinski, Esq. and		500 North Akard					214-855-7590 214-855-7561		rurbanik@munsch.com iwielebinski@munsch.com	Counsel to Texas Instruments
Munsch Hardt Kopf & Harr, P.C.	Davor Rukavina, Esq. and	3800 Lincoln Plaza	Street	Dallas	RX	75201-6659		214-855-7587	214-855-7584	drukavina@munsch.com	Incorporated
Nantz, Litowich, Smith, Girard &	Davoi Rukavilla, E3q.	3000 Ellicoll F laza	Olicci	Dallas	TOX	73201-0033		214-035-7307	214-033-7304	drakavina@manscn.com	Counsel to Lankfer Diversified
Hamilton, P.C.	Sandra S. Hamilton	2025 East Beltline, S.E.	Suite 600	Grand Rapids	MI	49546		616-977-0077	616-977-0529	sandy@nlsq.com	Industries, Inc.
				- Communication							Counsel to 975 Opdyke LP; 1401
											Troy Associates Limited
											Partnership; 1401 Troy Associates
											Limited Partnership c/o Etkin
											Equities, Inc.; 1401 Troy
											Associates LP; Brighton Limited
											Partnership; DPS Information Services, Inc.; Etkin Management
											Services, Inc., Etkin Management Services, Inc. and Etkin Real
Nathan, Neuman & Nathan, P.C.	Kenneth A Nathan	29100 Northwestern Highway	Suite 260	Southfield	МІ	48034		248-351-0099	248-351-0487	Knathan@nathanneuman.com	Properties
radiai, roaliai a radiai, r.e.	Ttomiour, a rtadian		00.10 200	Countriola				2.0 00. 0000	2.000.0.0.	- Tanada da (w.) Tata da mara	Vice President and Senior Counsel
											to National City Commercial
National City Commercial Capital	Lisa M. Moore	995 Dalton Avenue		Cincinnati	ОН	45203		513-455-2390	866-298-4481	lisa.moore2@nationalcity.com	Capital
											Counsel to Datwyler Rubber &
											Plastics, Inc.; Datwyler, Inc.;
Nelson Mullins Riley &	0 0 "	1000 14 : 01 1 1711 51	DO D 44070	0 1 1:	00	00004		000 7055 0405	000 050 7500	george.cauthen@nelsonmullin	Datwyler i/o devices (Americas),
Scarborough	George B. Cauthen	1320 Main Street, 17th Floor	PO Box 11070	Columbia	SC	29201		803-7255-9425	803-256-7500	s.com	Inc.; Rothrist Tube (USA), Inc.
New Jersey Attorney General's	Tracy E Richardson		25 Market St P.O.							tracv.richardson@dol.lps.state.	Deputy Attorney General - State of
Office Division of Law	,	R.J. Hughes Justice Complex		Trenton	NJ	08628-0106		609-292-1537	609-777-3055		New Jersey Division of Taxation
emed Emelem of East	Dopaty / Morriey Corroral	The Hagnes sacres complex	20X 100	11011011		00020 0100		000 202 1001	000 111 0000	11,00	Non delect Eliteration of Taxagen
											Counsel to Teachers Retirement
											System of Oklahoma; Public
											Employes's Retirement System of
											Mississippi; Raifeisen
											Kapitalanlage-Gesellschaft m.b.H
Nix, Patterson & Roach, L.L.P.	Bradley E. Beckworth	205 Linda Drive		Daingerfield	TX	75638		903-645-7333	903-645-4415	bbeckworth@nixlawfirm.com	and Stichting Pensioenfords ABP
											Counsel to Teachers Retirement
											System of Oklahoma; Public
											Employes's Retirement System of
											Mississippi; Raifeisen
											Kapitalanlage-Gesellschaft m.b.H
Nix, Patterson & Roach, L.L.P.	Jeffrey J. Angelovich	205 Linda Drive	I .	Daingerfield	TX	75638	1	000 045 7000	000 045 4445	jangelovich@nixlawfirm.com	and Stichting Pensioenfords ABP

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	FAX	EMAIL	PARTY / FUNCTION
											Counsel to Teachers Retirement System of Oklahoma; Public Employes's Retirement System of Mississippi; Raifeisen Kapitalanlage-Gesellschaft m.b.H
Nix, Patterson & Roach, L.L.P.	Susan Whatley	205 Linda Drive		Daingerfield	TX	75638		903-645-7333	903-645-4415	susanwhatley@nixlawfirm.com	and Stichting Pensioenfords ABP
North Point	David G. Heiman	901 Lakeside Avenue		Cleveland	ОН	44114		216-586-3939	216-579-0212	dgheiman@jonesday.com cahope@chapter13macon.co	Counsel to WL. Ross & Co., LLC
Office of the Chapter 13 Trustee	Camille Hope	P.O. Box 954		Macon	GA	31202		478-742-8706	478-746-4488	<u>m</u>	Office of the Chapter 13 Trustee
Office of the Texas Attorney General	Jay W. Hurst	P.O. Box 12548		Austin	TX	78711-2548		512-475-4861	512-482-8341	jay.hurst@oag.state.tx.us	Counsel to The Texas Comptroller of Public Accounts
Ohio Environmental Protection Agency	c/o Michelle T. Sutter	Principal Assistant Attorney General Environmental Enforcement Section	30 E Broad St 25th	Columbus	ОН	43215		614-466-2766	614-752-2441	msutter@ag.state.oh.us	Attorney for State of Ohio, Environmental Protection Agency
Orbotech, Inc.	Michael M. Zizza, Legal Manager	44 Manning Road		Billerica	MA	01821		978-901-5025	978-667-9969	michaelz@orbotech.com	Company
Orrick, Herrington & Sutcliffe LLP	Alyssa Englund, Esq.	666 Fifth Avenue		New York	NY	10103		212-506-5187	212-506-5151	aenglund@orrick.com	Counsel to America President Lines, Ltd. And APL Co. Pte Ltd.
Orrick, Herrington & Sutcliffe LLP	Frederick D. Holden, Jr.,	405 Howard Street		San Francisco	CA	94105		415-773-5700	415-773-5759	fholden@orrick.com	Counsel to America President Lines, Ltd. And APL Co. Pte Ltd.
Orrick, Herrington & Sutcliffe LLP	Jonathan P. Guy	Columbia Center	1152 15th St NW	Washington	DC	20005-1706		202-339-8400	202-339-8500	jguy@orrick.com	Counsel to Westwood Associates, Inc.
Orrick, Herrington & Sutcliffe LLP	Richard H. Wyron	Columbia Center	1152 15th St NW	Washington	DC	20005-1706		202-339-8400	202-339-8500	rwyron@orrick.com	Counsel to Westwood Associates, Inc.
Pachulski Stang Ziehl & Jones LLP	Michael R. Seidl	919 N. Market Street, 17th Floor	P.O. Box 8705	Wilmington	DE	19899-8705		302-652-4100	302- 652-4400	mseidl@pszjlaw.com	Counsel for Essex Group, Inc.
Pachulski Stang Ziehl & Jones LLP	Robert J. Feinstein Ilan D. Scharf	780 Third Avenue, 36th Floor		New York	NY	10017-2024		212-561-7700	212-561-7777	Rfeinstein@pszjlaw.com lscharf@pszjlaw.com	Counsel for Essex Group, Inc.
Patterson Belknap Webb & Tyler	David W. Dykhouse Phyllis S. Wallitt	1133 Avenue of the Americas		New York	NY	10036-6710		212-336-2000	212-336-2222	dwdykhouse@pbwt.com	Attorneys for Fry's Metals Inc. and Specialty Coatings Systems Eft
Paul, Weiss, Rifkind, Wharton & Garrison		1285 Avenue of the Americas		New York	NY	10019-6064		212-373-3000		arosenberg@paulweiss.com jbrass@paulweiss.com	Counsel to Merrill Lynch, Pierce, Fenner & Smith, Incorporated
Paul, Weiss, Rifkind, Wharton & Garrison	Douglas R. Davis	1285 Avenue of the Americas		New York	NY	10019-6064		212-373-3000	212-757-3990	ddavis@paulweiss.com	Counsel to Noma Company and General Chemical Performance Products LLC
Paul, Weiss, Rifkind, Wharton & Garrison	Elizabeth R. McColm	1285 Avenue of the Americas		New York	NY	10019-6064		212-373-3000	212-757-3990	emccolm@paulweiss.com	Counsel to Noma Company and General Chemical Performance Products LLC
Paul, Weiss, Rifkind, Wharton & Garrison	Stephen J. Shimshak	1285 Avenue of the Americas		New York	NY	10019-6064		212-373-3133	212-373-2136	sshimshak@paulweiss.com	Counsel to Ambrake Corporation
Peggy Housner		Cadillac Place	3030 W. Grand Blvd., Suite 10-200	Detroit	MI	48202		313-456-0140		housnerp@michigan.gov	Assistant Attorney General for State of Michigan, Department of Treasury
Pepe & Hazard LLP	Kristin B. Mayhew	30 Jelliff Lane		Southport	СТ	06890-1436		203-319-4022	203-259-0251	kmayhew@pepehazard.com	Counsel for Illinois Tool Works Inc., Illinois Tool Works for Hobart Brothers Co., Hobart Brothers Company, ITW Food Equipment Group LLC and Tri-Mark, Inc.

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2002 List

Pepper, Hamilton LLP Fr Pepper, Hamilton LLP Ho Pepper, Hamilton LLP Li	Anne Marie Aaronson Francis J. Lawall Henry Jaffe Linda J. Casey	3000 Two logan Square 3000 Two logan Square 1313 Market Street 3000 Two logan Square	Eighteenth & Arch Streets Eighteenth & Arch Streets PO Box 1709 Eighteenth & Arch Streets	Philadelphia Philadelphia Wilmington Philadelphia	PA PA DE	19103-2799 19103-2799 19899-1709	COUNTRY	215-981-4000 215-981-4000	215-981-4750	lawallf@pepperlaw.com	PARTY/FUNCTION Counsel to Capro, Ltd, Teleflex Automotive Manufacturing Corporation and Teleflex Incorporated d/b/a Teleflex Morse (Capro) Counsel to Capro, Ltd, Teleflex Automotive Manufacturing Corporation and Teleflex Incorporated d/b/a Teleflex Morse (Capro)
Pepper, Hamilton LLP Fr Pepper, Hamilton LLP Hi Pepper, Hamilton LLP Li	Francis J. Lawall Henry Jaffe	3000 Two logan Square 1313 Market Street	Eighteenth & Arch Streets PO Box 1709 Eighteenth & Arch	Philadelphia Wilmington	PA DE	19103-2799		215-981-4000	215-981-4750	lawallf@pepperlaw.com	Automotive Manufacturing Corporation and Teleflex Incorporated d/b/a Teleflex Morse (Capro) Counsel to Capro, Ltd, Teleflex Automotive Manufacturing Corporation and Teleflex Incorporated d/b/a Teleflex Morse (Capro)
Pepper, Hamilton LLP Fr Pepper, Hamilton LLP Hi Pepper, Hamilton LLP Li	Francis J. Lawall Henry Jaffe	3000 Two logan Square 1313 Market Street	Eighteenth & Arch Streets PO Box 1709 Eighteenth & Arch	Philadelphia Wilmington	PA DE	19103-2799		215-981-4000	215-981-4750	lawallf@pepperlaw.com	Corporation and Teleflex Incorporated d/b/a Teleflex Morse (Capro) Counsel to Capro, Ltd, Teleflex Automotive Manufacturing Corporation and Teleflex Incorporated d/b/a Teleflex Morse (Capro)
Pepper, Hamilton LLP Fr Pepper, Hamilton LLP Hi Pepper, Hamilton LLP Li	Francis J. Lawall Henry Jaffe	3000 Two logan Square 1313 Market Street	Eighteenth & Arch Streets PO Box 1709 Eighteenth & Arch	Philadelphia Wilmington	PA DE	19103-2799		215-981-4000	215-981-4750	lawallf@pepperlaw.com	Incorporated d/b/a Teleflex Morse (Capro) Counsel to Capro, Ltd, Teleflex Automotive Manufacturing Corporation and Teleflex Incorporated d/b/a Teleflex Morse (Capro)
Pepper, Hamilton LLP Fr Pepper, Hamilton LLP Hi Pepper, Hamilton LLP Li	Francis J. Lawall Henry Jaffe	3000 Two logan Square 1313 Market Street	Eighteenth & Arch Streets PO Box 1709 Eighteenth & Arch	Philadelphia Wilmington	PA DE	19103-2799		215-981-4000	215-981-4750	lawallf@pepperlaw.com	(Capro) Counsel to Capro, Ltd, Teleflex Automotive Manufacturing Corporation and Teleflex Incorporated d/b/a Teleflex Morse (Capro)
Pepper, Hamilton LLP Fr Pepper, Hamilton LLP Hi Pepper, Hamilton LLP Li	Francis J. Lawall Henry Jaffe	3000 Two logan Square 1313 Market Street	Eighteenth & Arch Streets PO Box 1709 Eighteenth & Arch	Philadelphia Wilmington	PA DE	19103-2799		215-981-4000	215-981-4750	lawallf@pepperlaw.com	Counsel to Capro, Ltd, Teleflex Automotive Manufacturing Corporation and Teleflex Incorporated d/b/a Teleflex Morse (Capro)
Pepper, Hamilton LLP Hi Pepper, Hamilton LLP Li	Henry Jaffe	1313 Market Street	Streets PO Box 1709 Eighteenth & Arch	Wilmington	DE						Automotive Manufacturing Corporation and Teleflex Incorporated d/b/a Teleflex Morse (Capro)
Pepper, Hamilton LLP Hi Pepper, Hamilton LLP Li	Henry Jaffe	1313 Market Street	Streets PO Box 1709 Eighteenth & Arch	Wilmington	DE						Corporation and Teleflex Incorporated d/b/a Teleflex Morse (Capro)
Pepper, Hamilton LLP Hi Pepper, Hamilton LLP Li	Henry Jaffe	1313 Market Street	Streets PO Box 1709 Eighteenth & Arch	Wilmington	DE						(Capro)
Pepper, Hamilton LLP Hi Pepper, Hamilton LLP Li	Henry Jaffe	1313 Market Street	PO Box 1709 Eighteenth & Arch	Wilmington	DE						
Pepper, Hamilton LLP Li	•		Eighteenth & Arch			19899-1709					0 11 01/5 110 4 1
	Linda J. Casey	3000 Two logan Square		Philadelphia				302-777-6500	302-421-8390	jaffeh@pepperlaw.com	Counsel to SKF USA, Inc.
	Linda J. Casey	3000 Two logan Square	Streets	Philadelphia							
					PA	19103-2799		215-981-4000	215-981-4750	caseyl@pepperlaw.com	Counsel to SKF USA, Inc.
											Counsel to FCI Canada, Inc.; FCI
											Electronics Mexido, S. de R.L. de
											C.V.; FCI USA, Inc.; FCI Brasil,
										imanheimer@pierceatwood.co	
Pierce Atwood LLP Ja	Jacob A. Manheimer	One Monument Square		Portland	ME	04101		207-791-1100	207-791-1350	m	Gmbh; FCI Italia S. p.A.
TICIOC TRIVOGA ELI	Jacob 71. Marinemier	Che Monament equale		rordana	IVIL	04101		207 701 1100	207 701 1000		Cribit, i Critana C. p.i t.
											Counsel to FCI Canada, Inc.; FCI
											Electronics Mexido, S. de R.L. de
											C.V.; FCI USA, Inc.; FCI Brasil,
										kcunningham@pierceatwood.c	Ltda; FCI Automotive Deutschland
Pierce Atwood LLP Ke	Keith J. Cunningham	One Monument Square		Portland	ME	04101		207-791-1100	207-791-1350	<u>om</u>	Gmbh; FCI Italia S. p.A.
											Counsel to Ideal Tool Company,
Pietragallo Bosick & Gordon LLP Ri	Richard J. Parks	54 Buhl Blvd		Sharon	PA	16146		724-981-1397	724-981-1398	rjp@pbandg.com	Inc.
											Counsel to Clarion Corporation of
Pillsbury Winthrop Shaw Pittman											America, Hyundai Motor Company
	Karen B. Dine	1540 Broadway		New York	NY	10036-4039		212-858-1000	212-858-1500	karen.dine@pillsburylaw.com	and Hyundai Motor America
		10 10 El Gadina)		TOW TORK		10000 1000		2.2 000 .000	2.2 000 .000	indian o the control of the control	Counsel to MeadWestvaco
											Corporation, MeadWestvaco
											South Carolina LLC and
Pillsbury Winthrop Shaw Pittman										margot.erlich@pillsburylaw.co	MeadWestvaco Virginia
	Margot P. Erlich	1540 Broadway		New York	NY	10036-4039		212-858-1000	212-858-1500	<u>m</u>	Corporation
Pillsbury Winthrop Shaw Pittman											Counsel to Clarion Corporation of America, Hyundai Motor Company
	Mark D. Houle	650 Town Center Drive	Ste 550	Costa Mesa	CA	92626-7122		714 426 6900	714 426 2000	mark.houle@pillsburylaw.com	and Hyundai Motor America
LLF IVI	Mark D. Houle	050 TOWIT Center Drive	Sie 550	Costa iviesa	CA	92020-1122		7 14-430-0000	7 14-430-2000	mark.noule@phisburylaw.com	Counsel to MeadWestvaco
											Corporation, MeadWestvaco
											South Carolina LLC and
Pillsbury Winthrop Shaw Pittman										richard.epling@pillsburylaw.co	MeadWestvaco Virginia
	Richard L. Epling	1540 Broadway		New York	NY	10036-4039		212-858-1000	212-858-1500	m	Corporation
	· ·					,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,				_	Counsel to MeadWestvaco
											Corporation, MeadWestvaco
											South Carolina LLC and
Pillsbury Winthrop Shaw Pittman											MeadWestvaco Virginia
	Robin L. Spear	1540 Broadway		New York	NY	10036-4039		212-858-1000	212-858-1500	robin.spear@pillsburylaw.com	Corporation
Porzio, Bromberg & Newman,		100.0 11 1 1 1 1	D 0 D 400=			07000		070 500 4655	070 500 54:0		
P.C. Br	Brett S. Moore, Esq.	100 Southgate Parkway	P.O. Box 1997	Morristown	NJ	07960		973-538-4006	973-538-5146	bsmoore@pbnlaw.com	Counsel to Neuman Aluminum
Porzio, Bromberg & Newman,											Automotive, Inc. and Neuman
	John S. Mairo, Esq.	100 Southgate Parkway	P.O. Box 1997	Morristown	NJ	07960		973-538-4006	973-538-5146	jsmairo@pbnlaw.com	Aluminum Impact Extrusion, Inc.

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Delphi Corporation
2002 List

COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	FAX	EMAIL	PARTY / FUNCTION
											Counsel to International
											Brotherood of Electrical Workers
											Local Unions No. 663; International
											Association of Machinists; AFL-
Previant, Goldberg, Uelman,	Jill M. Hartley and									jh@previant.com	CIO Tool and Die Makers Local
Gratz, Miller & Brueggeman, S.C.	Marianne G. Robbins	1555 N. RiverCenter Drive	Suite 202	Milwaukee	WI	53212			414-271-6308	mgr@previant.com	Lodge 78, District 10
								34 915 684			
PriceWaterHouseCoopers	Enrique Bujidos	Almagro	40	Madrid		28010	Spain	356	050 040 0740		Representative to DASE
QAD, Inc.	Jason Pickering, Esq.	10,000 Midlantic Drive		Mt. Laurel	NJ	08054		856-840-2489	856-840-2740		Counsel to QAD, Inc.
Quadrangle Debt Recovery	A t -	075 Dady Assessed 44th Floor		Na Vanle	NIX	40450		040 440 4740	000 744 0505	andrew.herenstein@quadrangl	Counsel to Quadrangle Debt
Advisors LLC	Andrew Herenstein	375 Park Avenue, 14th Floor		New York	NY	10152		212-418-1742	866-741-2505	egroup.com	Recovery Advisors LLC
0	Datrial Dartala	075 Deals Assessed 44th Floor		Na Vanle	NY	10152		040 440 4740	000 550 0050	patrick.bartels@quadranglegro	0
Quadrangle Group LLC	Patrick Bartels	375 Park Avenue, 14th Floor	Torra Nanth Cantag	New York	NY	10152		212-418-1748	866-552-2052	<u>up.com</u>	Counsel to Quadrangle Group LLC
Quarles & Brady Streich Lang LLP	John A. Harris	Renaissance One	Two North Central Avenue	Phoenix	AZ	85004-2391		602-229-5200	602 220 5600	jharris@guarles.com	Counsel to Semiconductor Components Industries, Inc.
LLP	JOHN A. Harris	Renaissance One	Avenue	Prideriix	AZ	05004-2391		002-229-5200	002-229-3090	<u>Inams@quaries.com</u>	Components industries, inc.
											Inc.; Maguilas Teta Kawi, S.A. de
Overlee & Brady Straigh Lang											C.V.; On Semiconductor
Quarles & Brady Streich Lang LLP	Kasay C. Niya	One South Church Street		Tuesen	AZ	05704		E20 770 0717	E20 770 2202	kaya @ayarlaa aam	
LLP	Kasey C. Nye	One South Church Street		Tucson	AZ	85701		520-770-8717	520-770-2203	knye@quarles.com	Corporation
Quarles & Brady Streich Lang											
LLP	Day Drange	22 E Main St Sta 000		Madiaan	WI	53703-3095		600 202 2405	600 204 4020	rin Oquarias asm	Counsel for Flambeau Inc.
Quarles & Brady Streich Lang	Roy Prange	33 E Main St Ste 900	Two North Central	Madison	VVI	53703-3095		608-283-2485	000-294-4920	rlp@quarles.com	Counsel to Semiconductor
LLP	Coott D. Coldborn	Danaissanas Ons		Dhaaniy	AZ	85004-2391		602 220 5200	602-229-5690	sgoldber@guarles.com	
LLP	Scott R. Goldberg	Renaissance One	Avenue	Phoenix	AZ	05004-2391		002-229-3200	002-229-3090	<u>sgoldber@quaries.com</u>	Components Industries, Inc. Counsel to General Electric Capital
											Corporation, Stategic Asset
Reed Smith	Elena Lazarou	599 Lexington Avenue	29th Street	New York	NY	10022		212-521-5400	212 521 5450	elazarou@reedsmith.com	Finance.
Reed Silliul	Elelia Lazarou	599 Lexington Avenue	29111 311661	New TOIK	INT	10022		212-321-3400	212-321-3430	elazarou@reeusmitir.com	Finance.
											Counsel to Microsoft Corporation;
Riddell Williams P.S.	Joseph E. Shickich, Jr.	1001 4th Ave.	Suite 4500	Seattle	WA	98154-1195		206-624-3600	206-389-1708	jshickich@riddellwilliams.com	Microsoft Licensing, GP
riddeli Williams F.S.	oosepii E. Oniekien, or.	1001 411 AVC.	Oute 4300	Ocatiic	***	30134-1133		200-024-3000	200-303-1700	Janickich (Gridden Williams.com	Counsel to Mary P. O'Neill and
Rieck and Crotty PC	Jerome F Crotty	55 West Monroe Street	Suite 3390	Chicago	IL	60603		312-726-4646	312-726-0647	icrotty@rieckcrotty.com	Liam P. O'Neill
Riemer & Braunstein LLP	Mark S. Scott	Three Center Plaza	Cuite Cooc	Boston	MA	02108		617-523-9000		mscott@riemerlaw.com	Counsel to ICX Corporation
Riverside Claims LLC	Holly Rogers	2109 Broadway	Suite 206	New York	NY	10023		212-501-0990			Riverside Claims LLC
THYCISIAC CIAITIS EEG	Tiony Rogers	2 100 Bloadway	Guile 200	THOM TOTAL		10020		212 001 0000	212 001 7000	nony (a) regenoup.com	TAVETOIGE GIGING ELEC
Robinson, McFadden & Moore,											Counsel to Blue Cross Blue Shield
P.C.	Annemarie B. Mathews	P.O. Box 944		Columbia	sc	29202		803-779-8900	803-771-9411	amathews@robinsonlaw.com	of South Carolina
										gregory.kaden@ropesgray.co	
Ropes & Gray LLP	Gregory O. Kaden	One International Place		Boston	MA	02110-2624		617-951-7000	617-951-7050	m	Attorneys for D-J, Inc.
·	9 ,									marc.hirschfield@ropesgray.co	
Ropes & Gray LLP	Marc E. Hirschfield	45 Rockefeller Plaza		New York	NY	10111-0087		212-841-5700	212-841-5725	m	Attorneys for D-J, Inc.
·										_	Counsel to JAE Electronics, Inc.
Rosen Slome Marder LLP	Thomas R. Slome	333 Earle Ovington Boulevard	Suite 901	Uniondale	NY	11533		516-227-1600		tslome@rsmllp.com	Counsel for Pamela Gellar
		J									Counsel to Russell Reynolds
Russell Reynolds Associates, Inc.	Charles E. Boulbol, P.C.	26 Broadway, 17th Floor		New York	NY	10004		212-825-9457	212-825-9414	rtrack@msn.com	Associates, Inc.
											Counsel to Infineon Technologies
Sachnoff & Weaver, Ltd	Charles S. Schulman	10 South Wacker Drive	40th Floor	Chicago	IL	60606		312-207-1000	312-207-6400	agelman@sachnoff.com	North America Corporation
Satterlee Stephens Burke &				Ĭ							Counsel to Moody's Investors
Burke LLP	Christopher R. Belmonte	230 Park Avenue		New York	NY	10169		212-818-9200	212-818-9606	cbelmonte@ssbb.com	Service
Satterlee Stephens Burke &											Counsel to Moody's Investors
Burke LLP	Pamela A. Bosswick	230 Park Avenue		New York	NY	10169		212-818-9200	212-818-9606	pbosswick@ssbb.com	Service
										dweiner@schaferandweiner.co	
Schafer and Weiner PLLC	Daniel Weiner	40950 Woodward Ave.	Suite 100	Bloomfield Hills	MI	48304		248-540-3340		m	Counsel to Dott Industries, Inc.
										hborin@schaferandweiner.co	,
Schafer and Weiner PLLC	Howard Borin	40950 Woodward Ave.	Suite 100	Bloomfield Hills	МІ	48304		248-540-3340		m	Counsel to Dott Industries, Inc.

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	FAX	EMAIL	PARTY / FUNCTION
										rheilman@schaferandweiner.c	
Schafer and Weiner PLLC	Ryan Heilman	40950 Woodward Ave.	Suite 100	Bloomfield Hills	MI	48304		248-540-3340		<u>om</u>	Counsel to Dott Industries, Inc.
Schiff Hardin LLP	Eugene J. Geekie, Jr.	7500 Sears Tower		Chicago	IL	60606		312-258-5635	312-258-5600	egeekie@schiffhardin.com	Counsel to Means Industries
Schiffrin & Barroway, LLP	Michael Yarnoff	280 King of Prussia Road		Radnor	PA	19087		610-667-7056	610-667-7706	myarnoff@sbclasslaw.com	Counsel to Teachers Retirement System of Oklahoma; Public Employes's Retirement System of Mississippi; Raifeisen Kapitalanlage-Gesellschaft m.b.H and Stichting Pensioenfords ABP
											Counsel to Teachers Retirement System of Oklahoma; Public Employes's Retirement System of Mississippi; Raifeisen Kapitalanlage-Gesellschaft m.b.H
Schiffrin & Barroway, LLP	Sean M. Handler	280 King of Prussia Road		Radnor	PA	19087		610-667-7706	610-667-7056	shandler@sbclasslaw.com	and Stichting Pensioenfords ABP
Schulte Roth & Sabel LLP	James T. Bentley	919 Third Avenue		New York	NY	10022		212-756-2273	212-593-5955	james.bentley@srz.com	Counsel to Panasonic Autommotive Systems Company of America
Schulte Roth & Sabel LLP	Michael L. Cook	919 Third Avenue		New York	NY	10022		212-756-2000	212-595-5955	michael.cook@srz.com	Counsel to Panasonic Automotive Systems Company of America; D.C. Capital Partners, L.P.
Schulte Roth & Zabel LLP	Carol Weiner Levy	919 Third Avenue		New York	NY	10022		212-756-2000	242 505 5055	carol.weiner.levy@srz.com	Counsel to D.C. Capital Partners, L.P.
Schulle Roth & Zabel LLP	Carol Wellier Levy	919 Third Avenue		New York	INT	10022		212-756-2000	212-595-5955	<u>caror.weiner.levy@srz.com</u>	Counsel to Murata Electronics North America, Inc.; Fujikura
Seyfarth Shaw LLP	Paul M. Baisier, Esq.	1545 Peachtree Street, N.E.	Suite 700	Atlanta	GA	30309-2401		404-885-1500	404-892-7056	pbaisier@seyfarth.com	America, Inc.
											Counsel to Murata Electronics North America, Inc.; Fujikura
Seyfarth Shaw LLP	Robert W. Dremluk	620 Eighth Ave	Two Coopert Lane	New York	NY	10018-1405		212-218-5500	212-218-5526	rdremluk@seyfarth.com	America, Inc.
Seyfarth Shaw LLP	William J. Hanlon	World Trade Center East	Two Seaport Lane, Suite 300	Boston	MA	02210		617-946-4800	617-946-4801	whanlon@seyfarth.com	Counsel to le Belier/LBQ Foundry S.A. de C.V.
Sheehan Phinney Bass + Green											
Professional Association	Bruce A. Harwood	1000 Elm Street	P.O. Box 3701	Manchester	NH	03105-3701		603-627-8139	603-627-8121	bharwood@sheehan.com	Counsel to Source Electronics, Inc. Counsel to Milwaukee Investment
Sheldon S. Toll PLLC	Sheldon S. Toll	2000 Town Center	Suite 2550	Southfield	MI	48075		248-358-2460	248-358-2740	lawtoll@comcast.net	Company
Sheppard Mullin Richter & Hampton LLP	Eric Waters	30 Rockefeller Plaza	24th Floor	New York	NY	10112		212-332-3800	212-332-3888	ewaters@sheppardmullin.com	Counsel to Gary Whitney
Sheppard Mullin Richter &										msternstein@sheppardmullin.c	Counsel to International Rectifier
Hampton LLP Sheppard Mullin Richter &	Malani J. Sternstein	30 Rockefeller Plaza	24th Floor	New York	NY	10112		212-332-3800	212-332-3888	<u>om</u>	Corp. and Gary Whitney
Hampton LLP	Theodore A. Cohen	333 South Hope Street	48th Floor	Los Angeles	CA	90071		213-620-1780	213-620-1398	tcohen@sheppardmullin.com	Counsel to Gary Whitney
Sheppard Mullin Richter &		·									Counsel to International Rectifier
Hampton LLP	Theresa Wardle	333 South Hope Street	48th Floor	Los Angeles	CA	90071		213-620-1780	213-620-1398	twardle@sheppardmullin.com	Corp.
Sher, Garner, Cahill, Richter, Klein & Hilbert, LLC	Robert P. Thibeaux	5353 Essen Lane	Suite 650	Baton Rouge	LA	70809		225-757-2185	225-757-7674	rthibeaux@shergarner.com	Counsel to Gulf Coast Bank & Trust Company
Sher, Garner, Cahill, Richter, Klein & Hilbert, LLC	Robert P. Thibeaux	909 Poydras Street	28th Floor	New Orleans	LA	70112-1033		504-299-2100	504-299-2300	rthibeaux@shergarner.com	Counsel to Gulf Coast Bank & Trust Company
Sills, Cummis Epstein & Gross, P.C.	Andrew H. Sherman	30 Rockefeller Plaza		New York	NY	10112		212-643-7000	212-643-6500	asherman@sillscummis.com	Counsel to Hewlett-Packard Financial Services Company
Sills, Cummis Epstein & Gross,											Counsel to Hewlett-Packard
P.C.	Jack M. Zackin	30 Rockefeller Plaza		New York	NY	10112		212-643-7000	212-643-6500	jzackin@sillscummis.com vhamilton@sillscummis.com	Financial Services Company
Sills, Cummis Epstein & Gross, P.C.	Valerie A Hamilton Simon Kimmelman	650 College Rd E		Princeton	NJ	08540		609-227-4600	609-227-4646	skimmelman@sillscummis.co	Counsel to Doosan Infracore America Corp.

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	FAX	EMAIL	PARTY / FUNCTION
Joint Aitt		7.5511.501	7.007.2002		JIMIL					cfortgang@silverpointcapital.c	Counsel to Silver Point Capital,
Silver Point Capital, L.P.	Chaim J. Fortgang	Two Greenwich Plaza	1st Floor	Greenwich	CT	06830		203-542-4216	203-542-4100	<u>om</u>	L.P.
·											
Smith, Gambrell & Russell, LLP	Barbara Ellis-Monro	1230 Peachtree Street, N.E.	Suite 3100	Atlanta	GA	30309		404-815-3500	404-815-3509	bellis-monro@sgrlaw.com	Counsel to Southwire Company
0 31 14 1 1 0 5 1 1 1 5	14 11 1 14 14 14	800 Delaware Avenue, 7th	D 0 D 440	1471	D.E.	40000		000 050 0400	0000500405	6	
Smith, Katzenstein & Furlow LLP	Katnieen IVI. IVIIIIer	Floor	P.O. Box 410	Wilmington	DE	19899		302-652-8400	3020528405	kmiller@skfdelaware.com	Counsel to Airgas, Inc. Counsel to Molex, Inc. and INA
Sonnenschein Nath & Rosenthal											USA, Inc. and United Plastics
LLP	D. Farrington Yates	1221 Avenue of the Americas	24th Floor	New York	NY	10020		212-768-6700	212-768-6800	fvates@sonnenschein.com	Group
	J										
Sonnenschein Nath & Rosenthal			233 South Wacker								
LLP	Monika J. Machen	8000 Sears Tower	Drive	Chicago	IL	60606		312-876-8000	312-876-7934	mmachen@sonnenschein.com	Counsel to United Plastics Group
Sonnenschein Nath & Rosenthal			233 South Wacker								Counsel to Molex, Inc. and INA
LLP	Robert E. Richards	8000 Sears Tower	Drive	Chicago	IL	60606		312-876-8000	312-876-7934	rrichards@sonnenschein.com	USA, Inc.
Squire Sanders & Demandu											Counsel to Furukawa Electric Co.,
Squire, Sanders & Dempsey L.L.P.	Penn Ayers Butler	600 Hansen Way		Palo Alto	CA	94304		650 956 6500	650 042 0777	pabutler@ssd.com	Ltd. And Furukawa Electric North America, APD Inc.
L.L.F.	reilii Ayeis bullei	000 Hallsell Way		raio Aito	CA	94304		030-030-0300	030-643-6777	pabutier@ssu.com	Attorneys for the State of California
State of California Office of the			300 South Spring								Department of Toxic Substances
Attorney General	Sarah E. Morrison	Deputy Attorney General	Street Ste 1702	Los Angeles	CA	90013		213-897-2640	213-897-2802	sarah.morrison@doi.ca.gov	Control
											Assistant Attorney General for
											State of Michigan, Unemployment
State of Michigan Department of											Tax Office of the Department of
Labor & Economic Growth,	Assistant Attorney										Labor & Economic Growth,
Unemployment Insurance Agency	y General	3030 W. Grand Boulevard	Suite 9-600	Detroit	MI	48202		313-456-2210	313-456-2201	hwangr@michigan.gov	Unemployment Insurance Agency
										imbaumann@steeltechnologie	Counsel to Steel Technologies,
Steel Technologies, Inc.	John M. Baumann	15415 Shelbyville Road		Louisville	KY	40245		502-245-0322	502-245-0542	<u>s.com</u>	Inc.
Stein, Rudser, Cohen & Magid LLP	Robert F. Kidd	825 Washington Street	Suite 200	Oakland	CA	94607		E40 007 006	510-987-8333	rkidd@srcm-law.com	Counsel to Excel Global Logistics,
LLP	Jeffrey S. Posta	825 Washington Street	Suite 200	Oakianu	CA	94607		510-207-2305	510-967-6333	rkidd@srcm-iaw.com	Inc.
	Michael A Spero										
	Simon Kimmelman	50 West State Street, Suite								iposta@sternslaw.com	Counsel to Doosan Infracore
Sterns & Weinroth, P.C.	Valerie A Hamilton	1400	PO Box 1298	Trenton	NJ	08607-1298		609-392-2100	609-392-7956		America Corp.
					1.10						
	Chester B. Salomon, Esq.	_									Counsel to Tonolli Canada Ltd.; VJ
	Constantine D. Pourakis,									cs@stevenslee.com	Technologies, Inc. and V.J.
Stevens & Lee, P.C.	Esq.	485 Madison Avenue	20th Floor	New York	NY	10022		212-319-8500	212-319-8505	cp@stevenslee.com	ElectroniX, Inc.
											Counsel to Thyssenkrupp
<u> </u>						1				mshaiken@stinsonmoheck.co	Waupaca, Inc. and Thyssenkrupp
Stinson Morrison Hecker LLP	Mark A. Shaiken	1201 Walnut Street	0.11.1000	Kansas City	MO	64106			816-691-3495	<u>m</u>	Stahl Company
Stites & Harbison PLLC	Madison L.Cashman	424 Church Street	Suite 1800	Nashville	TN	37219		615-244-5200	615-782-2371	robert.goodrich@stites.com	Counsel to Setech, Inc.
Stites & Harbison PLLC	Robert C. Goodrich, Jr.	424 Church Street	Suite 1800	Nashville	TN	37219		615 244 5200	615-782-2371	madison.cashman@stites.com	Counsel to Setech Inc
Outes & Haibison FLLC	INDUCTI C. GUUUTIGI, JI.	424 CHUICH Street	Juile 1000	INASTIVITE	IIN	31218		013-244-3200	013-702-2371	mauison.casiman@sules.com	Couriser to Setecti, IIIc.
						1					Counsel to WAKO Electronics
						1					(USA), Inc., Ambrake Corporation,
						1		502-681-0448	502-779-8274	wbeard@stites.com	and Akebona Corporation (North
Stites & Harbison, PLLC	W. Robinson Beard, Esq.	400 West Market Street		Louisville	KY	40202		502-587-3400		loucourtsum@stites.com	America)
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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	FAX	EMAIL	PARTY / FUNCTION
COMPANY	CONTACT	ADDRESST	ADDRES52	GILL	SIAIE	ZIP	COUNTRY	PHONE	FAX	EWAIL	Counsel to 975 Opdyke LP; 1401
											. ,
											Troy Associates Limited
											Partnership; 1401 Troy Associates
											Limited Partnership c/o Etkin
											Equities, Inc.; 1401 Troy
											Associates LP; Brighton Limited
											Partnership; DPS Information
											Services, Inc.; Etkin Management
											Services, Inc. and Etkin Real
Stroock & Stroock & Lavan, LLP	Kristopher M. Hansen	180 Maiden Lane	0.11.1000	New York	NY	10038			212-806-6006	khansen@stroock.com	Properties
Taft, Stettinius & Hollister LLP	Richard L .Ferrell	425 Walnut Street	Suite 1800	Cincinnati	ОН	45202-3957		513-381-2838		ferrell@taftlaw.com	Counsel to Wren Industries, Inc.
											Counsel to Select Industries
											Corporation and Gobar Systems,
Taft, Stettinius & Hollister LLP	W Timothy Miller Esq	425 Walnut Street	Suite 1800	Cincinnati	OH	45202		513-381-2838	513-381-0205	miller@taftlaw.com	Inc.
Tennessee Department of		c/o TN Attorney General's									
Revenue	Marvin E. Clements, Jr.	Office, Bankruptcy Division	PO Box 20207	Nashville	TN	37202-0207		615-532-2504	615-741-3334	marvin.clements@state.tn.us	Tennesse Department of Revenue
											Counsel to Maxim Integrated
Terra Law LLP	David B. Draper	60 S. Market Street	Suite 200	San Jose	CA	95113		408-299-1200			Products, Inc.
Thacher Proffitt & Wood LLP	Jonathan D. Forstot	Two World Financial Center		New York	NY	10281		212-912-7679		jforstot@tpw.com	Counsel to TT Electronics, Plc
Thacher Proffitt & Wood LLP	Louis A. Curcio	Two World Financial Center		New York	NY	10281		212-912-7607		lcurcio@tpw.com	Counsel to TT Electronics, Plc
			2-Chrome, Chiyoda-						81-3-3286-	niizeki.tetsuhiro@furukawa.co.j	9 .
The Furukawa Electric Co., Ltd.	Mr. Tetsuhiro Niizeki	6-1 Marunouchi	ku	Tokyo	Japan	100-8322			3919	<u>D</u>	Furukawa Electric Co., Ltd.
The Timpken Corporation BIC -									1-330-471-		Representative for Timken
08	Robert Morris	1835 Dueber Ave. SW	PO Box 6927	Canton	OH	44706-0927		330-438-3000	4388	robert.morris@timken.com	Corporation
											Counsel to American Finance
											Group, Inc. d/b/a Guaranty Capital
Thelen Reid Brown Raysman &											Corporation and Oki
Steiner LLP	David A. Lowenthal	875 Third Avenue		New York	NY	10022		212-603-2000	212-603-2001	dlowenthal@thelenreid.com	Semiconductor Company
											Counsel to STMicroelectronics,
Thompson & Knight	Rhett G. Cambell	333 Clay Street	Suite 3300	Houston	TX	77002		713-654-1871	713-654-1871	rhett.campbell@tklaw.com	Inc.
Thompson & Knight LLP	Ira L. Herman	919 Third Avenue	39th Floor	New York	NY	10022-3915		212-751-3045	214-999-9139		Counsel to Victory Packaging
Thompson & Knight LLP	John S. Brannon	1700 Pacific Avenue	Suite 3300	Dallas	TX	75201-4693		214-969-1505	214-969-1609	john.brannon@tklaw.com	Counsel to Victory Packaging
											Counsel to Royberg, Inc. d/b/a
										ephillips@thurman-	Precision Mold & Tool and d/b/a
Thurman & Phillips, P.C.	Ed Phillips, Jr.	8000 IH 10 West	Suite 1000	San Antonio	TX	78230		210-341-2020	210-344-6460	phillips.com	Precision Mold and Tool Group
Todd & Levi, LLP	Jill Levi, Esq.	444 Madison Avenue	Suite 1202	New York	NY	10022		212-308-7400		<u>ilevi@toddlevi.com</u>	Counsel to Bank of Lincolnwood
Tyler, Cooper & Alcorn, LLP	W. Joe Wilson	City Place	35th Floor	Hartford	CT	06103-3488		860-725-6200	860-278-3802		Counsel to Barnes Group, Inc.
										hzamboni@underbergkessler.	
Underberg & Kessler, LLP	Helen Zamboni	300 Bausch & Lomb Place		Rochester	NY	14604		585-258-2800	585-258-2821	<u>com</u>	Counsel to McAlpin Industries, Inc.
											Counsel to Union Pacific Railroad
Union Pacific Railroad Company	Mary Ann Kilgore	1400 Douglas Street	MC 1580	Omaha	NE	68179		402-544-4195	402-501-0127	mkilgore@UP.com	Company
Varnum, Riddering, Schmidt &											Co-Counsel to Tower Automotive,
Howlett LLP	Michael S. McElwee	Bridgewater Place	P.O. Box 352	Grand Rapids	MI	49501-0352		616-336-6827	616-336-7000	msmcelwee@varnumlaw.com	Inc.
											Counsel to Capital Research and
Wachtell, Lipton, Rosen & Katz	Emil A. Kleinhaus	51 West 52nd Street		New York	NY	10019-6150		212-403-1000	212-403-2000	EAKleinhaus@wlrk.com	Management Company
											Counsel to Capital Research and
Wachtell, Lipton, Rosen & Katz	Richard G. Mason	51 West 52nd Street		New York	NY	10019-6150		212-403-1000	212-403-2000	RGMason@wlrk.com	Management Company
Waller Lansden Dortch & Davis,											Counsel to Nissan North America,
PLLC	David E. Lemke, Esq.	511 Union Street	Suite 2700	Nashville	TN	37219		615-244-6380	615-244-6804	david.lemke@wallerlaw.com	Inc.
Waller Lansden Dortch & Davis,	, .,			-						robert.welhoelter@wallerlaw.c	Counsel to Nissan North America,
PLLC	Robert J. Welhoelter, Esc	1.511 Union Street	Suite 2700	Nashville	TN	37219		615-244-6380	615-244-6804	om	Inc.
			111 Lyon Street,		1	2.2.0		2.3 2 0300	2.320304		Counsel to Robert Bosch
Warner Norcross & Judd LLP	Gordon J. Toering	900 Fifth Third Center		Grand Rapids	МІ	49503		616-752-2185	616-222-2185	gtoering@wnj.com	Corporation
vamer Norcross & Judd LLP	Gordon J. Loering	900 Fitth Third Center	IN.VV.	Grand Rapids	IVII	49503		010-752-2185	010-222-2185	<u>gtoering@wnj.com</u>	Corporation

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	FAX	EMAIL	PARTY / FUNCTION
											Counsel to Compuware
Warner Norcross & Judd LLP	Michael G. Cruse	2000 Town Center	Suite 2700	Southfield	MI	48075		248-784-5131	248-603-9631	mcruse@wnj.com	Corporation
			111 Lyon Street,								
Warner Norcross & Judd LLP	Stephen B. Grow	900 Fifth Third Center	N.W.	Grand Rapids	MI	49503		616-752-2158		growsb@wnj.com	Counsel to Behr Industries Corp.
Weiland, Golden, Smiley, Wang											Counsel to Toshiba America
Ekvall & Strok, LLP	Lei Lei Wang Ekvall	650 Town Center Drive	Suite 950	Costa Mesa	CA	92626		714-966-1000	714-966-1002	lekvall@wgllp.com	Electronic Components, Inc.
Weinstein, Eisen & Weiss LLP	Aram Ordubegian	1925 Century Park East	#1150	Los Angeles	CA	90067		310-203-9393	310-203-8110	aordubegian@weineisen.com	Counsel to Orbotech, Inc.
Weltman, Weinberg & Reis Co.,											Counsel to Seven Seventeen
L.P.A.	Geoffrey J. Peters	175 South Third Street	Suite 900	Columbus	ОН	43215		614-857-4326	614-222-2193	gpeters@weltman.com	Credit Union
	Olema Korte									gkurtz@ny.whitecase.com guzzi@whitecase.com	
	Glenn Kurtz Gerard Uzzi									dbaumstein@nv.whitecase.co	Coursel to Asselsors
White & Case LLP		1155 Avenue of the Americas		NaVaul	NY	10036-2787		040 040 0000		abaumstein@ny.wnitecase.co	Counsel to Appaloosa
White & Case LLP	Douglas Baumstein	1155 Avenue of the Americas		New York	NY	10036-2787		212-819-8200		<u>m</u>	Management, LP
	Thomas Lauria		200 South Biscavne							tlauria@whitecase.com	Counsel to Appaloosa
White & Case LLP	Frank Eaton	Wachovia Financial Center	Blvd Suite 4900	Miami	FL	33131		305-371-2700	305-358-5744		Management, LP
Write & Oase LLi	Trank Laton	Wachovia i manciai ocitici	Diva., Guite 4300	IVIICITII		33131		303-37 1-27 00	303-330-3744	icatoria marii.wiitccasc.com	Counsel to Schunk Graphite
Whyte, Hirschboeck Dudek S.C.	Bruce G. Arnold	555 East Wells Street	Suite 1900	Milwaukee	WI	53202-4894		414-273-2100	414-223-5000	barnold@whdlaw.com	Technology
Trifte, Timediaecon Baden e.e.	Diago G. 7 anola	000 2001 110110 011001	Caito 1000	······································		00202 100 1		2.0 2.00	220 0000	<u>Samora(w, whataw.som</u>	- cominingy
Wickens Herzer Panza Cook &											Counsel for Delphi Sandusky
Batista Co	James W Moennich Esq	35765 Chester Rd		Avon	ОН	44011-1262		440-930-8000	440-930-8098	imoennich@wickenslaw.com	ESOP
											Counsel to National Instruments
Winstead Sechrest & Minick P.C	. R. Michael Farquhar	5400 Renaissance Tower	1201 Elm Street	Dallas	TX	75270		214-745-5400	214-745-5390	mfarguhar@winstead.com	Corporation
Winthrop Couchot Professional										mwinthrop@winthropcouchot.c	
Corporation	Marc. J. Winthrop	660 Newport Center Drive	4th Floor	Newport Beach	CA	92660		949-720-4100	949-720-4111		Counsel to Metal Surfaces, Inc.
Winthrop Couchot Professional										sokeefe@winthropcouchot.co	
Corporation	Sean A. O'Keefe	660 Newport Center Drive	4th Floor	Newport Beach	CA	92660		949-720-4100	949-720-4111	<u>m</u>	Counsel to Metal Surfaces, Inc.
Womble Carlyle Sandridge &											
Rice, PLLC	Lillian H. Pinto	300 North Greene Street	Suite 1900	Greensboro	NC	27402		336-574-8058	336-574-4528	lpinto@wcsr.com	Counsel to Armacell
											Counsel to Toyota Tsusho
											America, Inc. and Karl Kufner, KG
Zeichner Ellman & Krause LLP	Peter Janovsky	575 Lexington Avenue		New York	NY	10022		212-223-0400	212-753-0396	pjanovsky@zeklaw.com	aka Karl Kuefner, KG
									[Counsel to Toyota Tsusho
Zeichner Ellman & Krause LLP	Stuart Krause	575 Lexington Avenue		New York	NY	10022		212-223-0400	212-753-0396	skrause@zeklaw.com	America, Inc.

In re. Delphi Corporation, et al. Case No. 05-44481 (RDD)

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EXHIBIT C

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	PHONE	PARTY / FUNCTION
Angelo, Gordon & Co.	Leigh Walzer	245 Park Avenue	26th Floor	New York	NY	10167	212-692-8251	
	Andy Leinhoff	1301 S. Capital of						
APS Clearing, Inc.	Matthew Hamilton	Texas Highway	Suite B-220	Austin	TX	78746	512-314-4416	Counsel to APS Clearing, Inc.
Berry Moorman P.C.	James P. Murphy	535 Griswold	Suite 1900	Detroit	МІ	48226	313-496-1200	Counsel to Kamax L.P.; Optrex America, Inc.
Berry Moorman F.C.	James F. Murphy	333 Griswold	Suite 1900	Detroit	IVII	40220	313-490-1200	IIIC.
Bingham McHale LLP	Michael J Alerding	10 West Market Street	Suite 2700	Indianapolis	IN	46204	317-635-8900	Counsel to Universal Tool & Engineering co., Inc. and M.G. Corporation
Curtis, Mallet-Prevost, Colt & Mosle LLP	Andrew M. Thau	101 Park Avenue		New York	NY	10178- 0061	212-696-8898	Counsel to Flextronics International, Inc., Flextronics International USA, Inc.; Multek Flexible Circuits, Inc.; Sheldahl de Mexico S.A.de C.V.; Northfield Acquisition Co.; Flextronics Asia-Pacific Ltd.; Flextronics Technology (M) Sdn. Bhd
Curtis, Mallet-Prevost, Colt & Mosle LLP	David S. Karp	101 Park Avenue		New York	NY	10178- 0061	212-696-6065	Counsel to Flextronics International, Inc., Flextronics International USA, Inc.; Multek Flexible Circuits, Inc.; Sheldahl de Mexico S.A.de C.V.; Northfield Acquisition Co.
,								
DiConza Law, P.C.	Gerard DiConza, Esq.			New York	NY	10017	212-682-4940	Counsel to Tyz-All Plastics, Inc.; Co- Counsel to Tower Automotive, Inc.
Dykema Gossett PLLC	Brendan G Best Esg	39577 Woodward Ave Ste 300		Bloomfield Hills	MI	48304	248-203-0523	Attorneys for Tremond City Barrel Fill PRP Group
Fagel Haber LLC	Gary E. Green	55 East Monroe	40th Floor	Chicago	IL	60603	312-346-7500	Counsel to Aluminum International, Inc.
Grant & Eisenhofer P.A.	Geoffrey C. Jarvis	1201 North Market Street	Suite 2100	Wilmington	DE	19801	302-622-7000	Counsel to Teachers Retirement System of Oklahoma; Public Employes's Retirement System of Mississippi; Raifeisen Kapitalanlage-Gesellschaft m.b.H and Stichting Pensioenfords ABP
Heller Ehrman LLP	Carren Shulman	Times Square Tower	Seven Times Square	New York	NY	10036	212-832-8300	Counsel to @Road, Inc.
Johnston, Harris Gerde & Komarek, P.A.	Jerry W. Gerde, Esq.	239 E. 4th St.		Panama City	FL	32401	850-763-8421	Counsel to Peggy C. Brannon, Bay County Tax Collector Counsel to the Pension Benefit Guaranty
Kelley Drye & Warren, LLP	Mark I. Bane	101 Park Avenue		New York	NY	10178	212-808-7800	Corporation
								Counsel to the Pension Benefit Guaranty
Kelley Drye & Warren, LLP	Mark. R. Somerstein	101 Park Avenue		New York	NY	10178	212-808-7800	Corporation
Latham & Watkins	John W. Weiss	885 Third Avenue		New York	NY	10022	212-906-1200	UCC Professional Counsel to Sedgwick Claims Management
Lord, Bissel & Brook LLP	Rocco N. Covino	885 Third Avenue	26th Floor	New York	NY	10022- 4802	212-812-8340	Services, Inc. and Methode Electronics,
LUIU, DISSEI & DIUUK LLF	NOCCO IN. COVIIIO	000 Tillia Avellae	ZUIII FIUUI	INCW TOIK	INI	23219-	212-012-0340	Counsel to Siemens Logistics Assembly
McGuirewoods LLP	Elizabeth L. Gunn	One James Center	901 East Cary Street	Richmond	VA	4030	804-775-1178	Systems, Inc.

In re. Delphi Corporation, et al. Case No. 05-44481 (RDD)

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	PHONE	PARTY / FUNCTION
								Counsel to Computer Patent Annuities
								Limited Partnership, Hydro Aluminum
								North America, Inc., Hydro Aluminum
								Adrian, Inc., Hydro Aluminum Precision
								Tubing NA, LLC, Hydro Alumunim Ellay
								Enfield Limited, Hydro Aluminum
								Rockledge, Inc., Norsk Hydro Canada,
Miles & Charlebuides D.C.	Kann I lankina	10 Limbt Chroot		Daltimana	MD	21202	410-385-3418	Inc., Emhart Technologies LLL and Adell
Miles & Stockbridge, P.C. Mintz, Levin, Cohn, Ferris Glovsky and Pepco,	Kerry Hopkins	10 Light Street		Baltimore	MD	21202	410-385-3418	Plastics, Inc. Counsel of Hitachi Automotive Products
P.C.	Stephanie K. Hoos	The Chrysler Center	666 Third Avenue	New York	NY	10017	212-935-3000	(USA), Inc. and Conceria Pasubio
North Point	Michelle M. Harner	901 Lakeside Avenue	000 Tillia Avenue	Cleveland	OH	44114	216-586-3939	Counsel to WL. Ross & Co., LLC
NOTH FORK	WICHEILE W. Harrier	301 Lakeside Avende		Cievelariu	OH	44114	210-300-3939	Counsel to Ameritech Credit Corporation
O'Rourke Katten & Moody	Michael C. Moody	161 N. Clark Street	Suite 2230	Chicago	IL	60601	312-849-2020	d/b/a SBC Capital Services
e realite ration a mosay	Michael C. Miceay	1285 Avenue of the	Cuito 2200	Ornougo		10019-	0.12 0.10 2020	Counsel to Ambrake Corporation; Akebono
Paul, Weiss, Rifkind, Wharton & Garrison	Curtis J. Weidler	Americas		New York	NY	6064	212-373-3157	Corporation
								Counsel to Jason Incorporated, Sackner
Reed Smith	Richard P. Norton	One Riverfront Plaza	1st Floor	Newark	NJ	07102	973-621-3200	Products Division
								Counsel to Republic Engineered Products,
Republic Engineered Products, Inc.	Joseph Lapinsky	3770 Embassy Parkway	,	Akron	ОН	44333	330-670-3004	Inc.
								Counsel to Brembo S.p.A; Bibielle S.p.A.;
Ropers, Majeski, Kohn & Bentley	Christopher Norgaard	515 South Flower Stree	t Suite 1100	Los Angeles	CA	90071	213-312-2000	AP Racing
Schiff Hardin LLP	William I. Kohn	6600 Sears Tower		Chicago	IL	60066	312-258-5500	Counsel to Means Industries
						00400		0 11 5 1 51 11 0
		0 0 "" " "			O.T.	06103-	000 054 5044	Counsel to Fortune Plastics Company of
Shipman & Goodwin LLP	Jennifer L. Adamy	One Constitution Plaza		Hartford	СТ	1919	860-251-5811	Illinois, Inc.; Universal Metal Hose Co., Counsel to Furukawa Electric Co., Ltd. And
						94111-		Furukawa Electric North America, APD
Squire, Sanders & Dempsey L.L.P.	Eric Marcks	One Maritime Plaza	Suite 300	San Francisco	CA	3492		Inc.
oquire, oanders & Bempsey E.E.i .	LIIC Warcks	One Manumer laza	ouite 500	Odi i i i i i i i i i i i i i i i i i i	OA .	J-132		Counsel to Bing Metals Group, Inc.;
								Gentral Transport International, Inc.;
								Crown Enerprises, Inc.; Economy
								Transport, Inc.; Logistics Insight Corp
		24901 Northwestern						(LINC); Universal Am-Can, Ltd.; Universal
Steinberg Shapiro & Clark	Mark H. Shapiro	Highway	Suite 611	Southfield	MI	48075	248-352-4700	Truckload Services, Inc.
								Counsel to 975 Opdyke LP; 1401 Troy
								Associates Limited Partnership; 1401 Troy
								Associates Limited Partnership c/o Etkin
								Equities, Inc.; 1401 Troy Associates LP;
								Brighton Limited Partnership; DPS
						40000		Information Services, Inc.; Etkin
Stroock & Stroock & Lavan, LLP	Joseph G. Minias	180 Maiden Lane	00001601 1 11111	New York	NY	10038	212-806-5400	Management Services, Inc. a
Cividles Deslin LLD	Deheat N. Otelesses	The Washington	3000 K Street, N.W.	\\/	DC	20007	202 424 7522	Attenneya fan Candara I. aad Ca. Iaa
Swidler Berlin LLP	Robert N. Steinwurtzel		Suite 300	Washington	DC	20007	202-424-7500	Attorneys for Sanders Lead Co., Inc.
Togut, Segal & Segal LLP	Albert Togut, Esq.	One Penn Plaza	Suite 3335	New York	NY	10119	212-594-5000	Conflicts counsel to Debtors Counsel to America Online, Inc. and its
Vorys, Sater, Seymour and Pease LLP	Tiffany Strelow Cobb	52 East Gay Street		Columbus	ОН	43215	614-464-8322	Subsidiaries and Affiliates
vorys, saler, seymour and rease LLP	Tillarly Strellow Cobb	JE EAST GAY STIER	1	Columbus	ОП	+32 IO	014-404-0322	Substitutines and Antiliates

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	СІТҮ	STATE	ZIP	PHONE	PARTY / FUNCTION
Warner Stevens, L.L.P.	Michael D. Warner	301 Commerce Street	Suite 1700	Fort Worth	TX	76102	817-810-5250	Counsel to Electronic Data Systems Corp. and EDS Information Services, L.L.C.
Winstead Sechrest & Minick P.C.	Berry D. Spears	401 Congress Avenue	Suite 2100	Austin	TX	78701	512-370-2800	Counsel to National Instruments Corporation
WL Ross & Co., LLC	Stephen Toy	600 Lexington Avenue	19th Floor	New York	NY	10022	212-826-1100	Counsel to WL. Ross & Co., LLC

EXHIBIT D

COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	PHONE	PARTY / FUNCTION
		259 Radnor-Chester				19087-		
Airgas, Inc.	David Boyle	Road, Suite 100	P.O. Box 6675	Radnor	PA	8675	610-230-3064	Counsel to Airgas, Inc.
		34385 Twelve Mile						Vice President of Administration for
Akebono Corporation (North America)	Alan Swiech	Road		Farminton Hills	MI	48331	248-489-7406	Akebono Corporation
		1433 Seventeenth						
Cage Williams & Abelman, P.C.	Steven E. Abelman	Street		Denver	CO	80202	303-295-0202	Counsel to United Power, Inc.
Colbert & Winstead, P.C.	Amy Wood Malone	1812 Broadway		Nashville	TN	37203	615-321-0555	Counsel to Averitt Express, Inc.
Coolidge, Wall, Womsley & Lombard Co. LPA	Steven M. Wachstein	33 West First Street	Suite 600	Dayton	ОН	45402	937-223-8177	Counsel to Harco Industries, Inc.; Harco Brake Systems, Inc.; Dayton Supply & Too Coompany
								Counsel to DaimlerChrysler Corporation;
						48326-		DaimlerChrylser Motors Company, LLC;
DaimlerChrysler Corporation	Kim Kolb	CIMS 485-13-32	1000 Chrysler Drive	Auburn Hills	MI	2766	248-576-5741	DaimlerChrylser Canada, Inc.
			•					Counsel to Tremont City Barrel Fill PRP
Dykema Gossett PLLC	Gregory J. Jordan	10 Wacker	Suite 2300	Chicago	IL	60606	312-627-2171	Group
Genovese Joblove & Battista, P.A.	Craig P. Rieders, Esg.	100 S.F. 2nd Street	Suite 4400	Miami	FL	33131	305-349-2300	Counsel to Ryder Integrated Logistics, Inc.
Control Copievo a Battleta, i .i t.	Graig F. Fracacie, Edq.	100 C.E. Ziid Cirott	Carto 1100	- IVIIGITII	-	00101	000 0 10 2000	Counsel to ZF Group North America
Hunter & Schank Co. LPA	John J. Hunter	One Canton Square	1700 Canton Avenue	Toledo	ОН	43624	419-255-4300	Operations, Inc.
Transcer of Contains Con El 71		one camon equale	Troo canton rivendo				200 .000	Counsel to ZF Group North America
Hunter & Schank Co. LPA	Thomas J. Schank	One Canton Square	1700 Canton Avenue	Toledo	ОН	43624	419-255-4300	Operations, Inc.
riantor a conamicon El 71	Beth Klimczak.	one camon equale	Troo canton rivenac				200 .000	operatione, mer
Jason, Inc.	General Counsel	411 E. Wisconsin Ave	Suite 2120	Milwaukee	WI	53202		General Counsel to Jason Incorporated
0.0011, 11101	Gerrar Gearree.	The Brandywine	1000 West Street.			00202		Contract Country to Supplied the Contract Country to Co
Klett Rooney Lieber & Schorling	Eric L. Schnabel	Building	Suite 1410	Wilmington	DE	19801	(302) 552-4200	Counsel to Entergy
l and the state of							(002) 002 1200	granical to annually
Miami-Dade County Tax Collector	Metro-Dade Paralegal Unit	140 West Flagler Street	Suite 1403	Miami	FL	33130	305-375-5314	Paralegal Collection Specialist for Miami- Dade County
	Elizabeth L.	704 5 4 000 000	D O D 4040			00070	000 700 0700	
Norris, McLaughlin & Marcus	Abdelmasieh, Esq	721 Route 202-206	P.O. Box 1018	Somerville	NJ	08876	908-722-0700	Counsel to Rotor Clip Company, Inc.
Pickrel Shaeffer & Ebeling	Sarah B. Carter Esq	2700 Kettering Tower		Dayton	ОН	45423		O
Professional Technologies Services	John V. Gorman	P.O. Box #304		Frankenmuth	MI	48734	989-385-3230	Corporate Secretary for Professional Technologies Services
Sachnoff & Weaver, Ltd	Charles S. Schulman	10 South Wacker Drive	40th Floor	Chicago	IL	60606	312-207-1000	Counsel to Infineon Technologies North America Corporation
Sacrificit & Weaver, Ltu	Chanes 3. Schulman	10 South Wacker Drive	400111001	Criicago	IL.	00000	312-207-1000	America Corporation
Schafer and Weiner PLLC	Max Newman	40950 Woodward Ave.	Suite 100	Bloomfield Hills	МІ	48304	248-540-3340	Counsel to Dott Industries, Inc.
	Lloyd B. Sarakin - Chief Counsel,							
Sony Electronics Inc.	Finance and Credit	1 Sony Drive	MD #1 E-4	Park Ridge	NJ	07656	201-930-7483	Counsel to Sony Electronics, Inc.
		·						·
	Allied Industrial and							Counsel to United Steel, Paper and
	Service Workers, Intl							Forestry, Rubber, Manufacturing, Energy,
United Steel, Paper and Forestry, Rubber,	Union (USW), AFL-		Five Gateway Center					Allied Industrial and Service Workers,
Manufacturing, Energy	CIO	David Jury, Esq.	Suite 807	Pittsburgh	PA	15222	412-562-2549	International Union (USW), AFL-CIO
						43216-		
Vorys, Sater, Seymour and Pease LLP	Robert J. Sidman, Esq.	52 East Gay Street	P.O. Box 1008	Columbus	ОН	1008	614-464-6422	

EXHIBIT E

Hearing Date: January 10, 2007

Hearing Time: 10:00 a.m. (Prevailing Eastern Time)

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP 333 West Wacker Drive, Suite 2100 Chicago, Illinois 60606 (312) 407-0700 John Wm. Butler, Jr. (JB 4711) Albert L. Hogan, III (AH 8807) John K. Lyons (JL 4951) Ron E. Meisler (RM 3026)

- and -

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP Four Times Square New York, New York 10036 (212) 735-3000 Kayalyn A. Marafioti (KM 9632) Thomas J. Matz (TM 5986)

Attorneys for Delphi Corporation, et al., Debtors and Debtors-in-Possession

Delphi Legal Information Hotline:

Toll Free: (800) 718-5305 International: (248) 813-2698

Delphi Legal Information Website: http://www.delphidocket.com

UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

DEBTORS' AMENDED STATEMENT OF DISPUTED ISSUES WITH RESPECT TO PROOF OF CLAIM NUMBER 16573 (TOWER AUTOMOTIVE, INC.)

("AMENDED STATEMENT OF DISPUTED ISSUES – TOWER AUTOMOTIVE")

Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates, including Delphi Automotive Systems LLC ("DAS LLC"), debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), hereby submit this Amended Statement Of Disputed Issues (the "Statement Of Disputed Issues") With Respect To Proof Of Claim Number 16573 filed by Tower Automotive, Inc. ("Tower") and respectfully represent as follows:

Background

- On July 31, 2006, Tower filed Proof of Claim No. 15221 against DAS
 LLC, which asserts an unsecured non-priority claim in an unliquidated amount.
- 2. On March 14, 2007, Tower filed Proof of Claim No. 16573 (the "Claim") against DAS LLC, which amends Proof of Claim No. 15221. Tower asserts an unsecured non-priority claim of \$14,540,878.50 and an unliquidated secured claim related to Tower's alleged rights to recover preferential transfers pursuant to 11 U.S.C. § 547.
- 3. On August 24, 2007, the Debtors objected to the Claim pursuant to the Debtors' Twentieth Omnibus Objection Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Duplicate And Amended Claims, (B) Insufficiently Documented Claims, (C) Claims Not Reflected On Debtors' Books And Records, (D) Untimely Claim, And (E) Claims Subject To Modification, Tax Claims Subject To Modification, Modified Claims Asserting Reclamation, Consensually Modified And Reduced Tort Claims, And Lift Stay Procedures Claims Subject To Modification (Docket No. 9151) (the "Twentieth Omnibus Claims Objection").
- 4. On September 24, 2007, the TAI Unsecured Creditors Liquidating Trust, as the estate representative of Tower, filed the Response Of The TAI Unsecured Creditors

Liquidating Trust To The Debtors' Twentieth Omnibus Claims Objection (Docket No. 9559) (the "Response").

Disputed Issues

5. Even assuming Tower can establish the elements of a claim under section 547(b) of chapter 11 of title 11 of the United States Code (the "Bankruptcy Code"), the Claim should nevertheless be disallowed and expunged in its entirety. The entire amount that Tower seeks to recover as avoidable transfers is subject to the defenses provided for in section 547(c) of the Bankruptcy Code. The majority of the payments (the "Allegedly Avoidable Transfers") that Tower made to Delphi in the 90 days before Tower filed its chapter 11 petition (the "Preference Period") were made in the ordinary course of business under section 547(c)(2) of the Bankruptcy Code. The remainder of the Allegedly Avoidable Transfers were offset by new value that DAS LLC provided to Tower under section 547(c)(4) of the Bankruptcy Code. Accordingly, Tower cannot avoid any of the Allegedly Avoidable Transfers.

A. Payments That Tower Made In The Ordinary Course Of Business May Not Be Avoided

6. Section 547(c)(2) of the Bankruptcy Code provides that a debtor cannot avoid payments made in the ordinary course for debts incurred in the ordinary course of business. Specifically, section 547(c)(2) in effect as of the filing of the Debtors' voluntary petitions in these cases states that a transfer may not be avoided to the extent that such transfer was: (i) in payment of a debt incurred by the debtor in the ordinary course of business or financial affairs of the debtor and the transferee; (ii) made in the ordinary course of business or financial affairs of the debtor and the transferee; and (iii) made according to ordinary business terms. The majority

of the payments that Tower seeks to recover satisfy these elements and thus were made in the ordinary course of business.

7. To determine whether the Allegedly Avoidable Transfers were made in the ordinary course of business, the Debtors examined Tower's payment history for the twelve month period immediately preceding the Preference Period. In that year, the average number of days outstanding between the ship date and the payment date was 61.7 days, the weighted average was 57.5, and the median was 57 days (see Exhibit A). During the Preference Period, the average number of days outstanding between the ship date and the payment date was 58.4, the weighted average 57.5, and the median was 58. Because the variance among these numbers within each period is very small, there is a normal distribution pattern for each period. After both normal distributions are plotted, the same pattern of payments is observable and the majority of observations cluster around the 40 to 75 day range (see Exhibit A). Accordingly, an ordinary course payment period range of 40 to 75 days outstanding was used. When these ordinary course payments are subtracted from the amount of the Allegedly Avoidable Transfers, the remainder of the claim before considering the Debtors' new value defense is \$2,157,155.19.

Attached hereto as <u>Exhibit B</u> is a chart prepared by the Debtors reflecting the amount of payments outside the historical normal distribution pattern of 40 to 75 days. Even if the ordinary course payment period is viewed more narrowly, using the central range representing the middle fifty percent of observations (48 to 69 days), the remainder of the Allegedly Avoidable Transfers minus ordinary course payments would be \$5,678,246.13 (see <u>Exhibit B</u>). These figures are based on the Debtors' preliminary analysis and thus are subject to change as appropriate upon further investigation and after discovery in this matter.

- B. The Allegedly Avoidable Transfers Must Be Offset By New Value That Delphi Gave To Tower
- 8. DAS LLC continued to ship goods to Tower during the Preference Period, as evidenced by invoices provided to Tower during the Preference Period. Section 547(c)(4) of the Bankruptcy Code provides that a transfer may not be avoided if, after such transfer, the creditor gave new value to or for the benefit of the debtor (the "New Value Exception"). New value is defined as money or money's worth in goods, services, or credit.
- 9. Those goods provided during the Preference Period constitute new value. The amount of Tower payments remaining after ordinary course payments are subtracted from the Allegedly Avoidable Transfers (\$2,157,155.19) is fully offset by DAS LLC's provision to Tower of new value during the preference period.²
- 10. Because all of the Allegedly Avoidable Transfers fall under either the the ordinary course defense or New Value Exception provided in section 547(c) of the Bankruptcy Code, the Claim should be disallowed and expunged in its entirety.
- C. The Payments In Question Each Related To A Shipment Of Goods Constituting An Equivalent Exchange Of Value
- 11. The payments in question all related to invoices for the prior shipment of goods by DAS LLC to Tower. Although Tower alleges in the Claim that these payments are potentially avoidable as fraudulent transfers pursuant to section 548(a)(1)(B) of the Bankruptcy

Attached hereto as <u>Exhibit C</u> is a chart prepared by the Debtors reflecting the amount of possible avoidable preference payments after subtracting the ordinary course payments made within 40 to 75 days of the ship date as well as subsequent new value that DAS LLC provided to Tower. The chart reflects that all of the Allegedly Avoidable Transfers fall under either the Debtors' ordinary course defense or the New Value Exception. Even if the ordinary course payment period is viewed more narrowly, using the central range representing the middle fifty percent of observations (48 to 69 days), the result does not change (see <u>Exhibit C</u>). Indeed, by itself, the New Value Exception would reduce the Allegedly Avoidable Transfers to \$2,797,731.99 (see Exhibit C).

Code, these payments were each made in relation to an equivalent exchange of value. Section 548(a)(1)(B) only applies where the transferor received "less than a reasonably equivalent value in exchange for such transfer." Here, Tower's payments were all in exchange for goods provided by the Debtors and thus cannot be recovered.

Reservation Of Rights

12. This Statement Of Disputed Issues is submitted by the Debtors pursuant to paragraph 9(d) of the Order Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 2002(m), 3007, 7016, 7026, 9006, 9007, And 9014 Establishing (i) Dates For Hearings Regarding Objections To Claims And (ii) Certain Notices And Procedures Governing Objections To Claims (Docket No. 6089) (the "Claims Objection Procedures Order"). Consistent with the provisions of the Claims Objection Procedures Order, the Debtors' submission of this Statement Of Disputed Issues is without prejudice to (a) the Debtors' right to later identify and assert additional legal and factual bases for disallowance, expungement, reduction, or reclassification of the Claim and (b) the Debtors' right to later identify additional documentation supporting the disallowance, expungement, reduction, or reclassification of the Claim.

WHEREFORE the Debtors respectfully request that this Court enter an order (a) disallowing and expunging the Claim in its entirety and (b) granting the Debtors such other and further relief as is just.

Dated: New York, New York November 19, 2007

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP

By: /s/ John Wm. Butler, Jr.
John Wm. Butler, Jr. (JB 4711)
Albert L. Hogan, III (AH 8807)
John K. Lyons (JL 4951)
Ron E. Meisler (RM 3026)
333 West Wacker Drive, Suite 2100
Chicago, Illinois 60606
(312) 407-0700

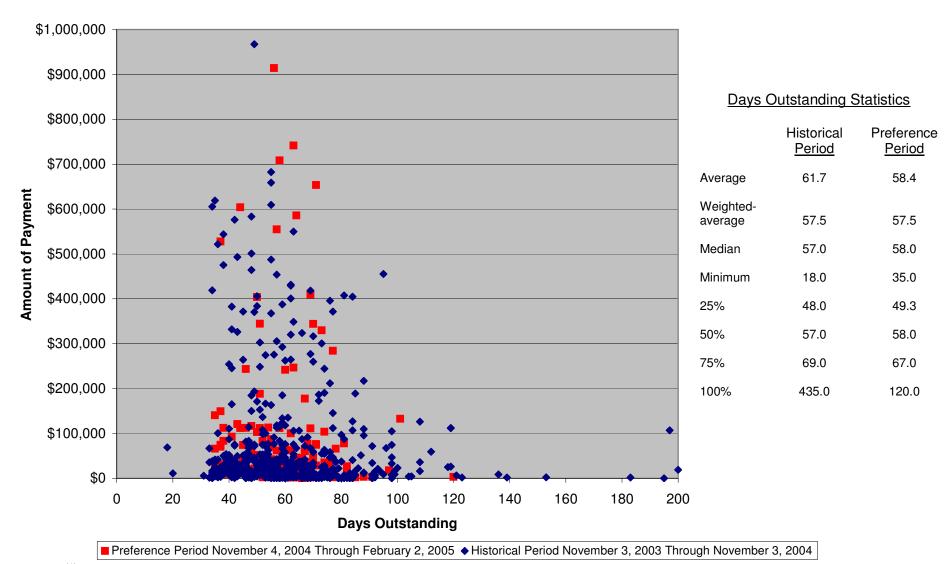
- and -

By: /s/ Kayalyn A. Marafioti
Kayalyn A. Marafioti (KM 9632)
Thomas J. Matz (TM 5986)
Four Times Square
New York, New York 10036
(212) 735-3000

Attorneys for Delphi Corporation, et al., Debtors and Debtors-in-Possession

Exhibit A

Delphi Automotive Systems Comparison of Tower Automotive Historical and Preference Payments To Days Outstanding (1)



⁽¹⁾ Three Payments totaling \$3,219.85 made during the historical period with days outstanding in excess of 200 days have been excluded from this graph for scale comparability.

Discovery in this matter is ongoing and we reserve the right to update our analysis as additional documents are produced.

Exhibit B

Payments Made Outside Of Ordinary Course ^(A) November 4, 2004 Through February 2, 2005

Cash Paid

Delphi Automotive Systems 05-44481-rdd Doc 11055 Filed 11/21/07 Entered 11/21/07 22:08:19 Main Document Payments Made Outside Of Ordinary Course (A) Pg 48 of 58

Payments	Made Outside	
of Ordin	ary Course:	

MFC, LLC

_	OdSITT diu		Salisiled invoice			of Ordinary Course.			
Line	Date ^(B)	Reference	Amount	Number	Invoice Date	Amount	Days Outstanding	Normal Distribution Pattern (40 to 75 days)	Central Range (48 to 69 days)
1	11/4/04	66009159	\$3,429,769.29	83707844	9/2/2004	\$36,448.91	63	\$0.00	\$0.00
2			4 0, 120,100 120	83722748	9/7/2004	\$708,436.48	58	\$0.00	\$0.00
3				83722749	9/7/2004	\$111,978.24	58	\$0.00	\$0.00
4				83723531	9/7/2004	\$24,631.20	58	\$0.00	\$0.00
5				83746142	9/11/2004	\$76,428.80	54	\$0.00	\$0.00
6				83761689	9/14/2004	\$26,416.84	51	\$0.00	\$0.00
7				83761728	9/14/2004	\$188,193.28	51	\$0.00	\$0.00
8				83761729	9/14/2004	\$111,978.24	51	\$0.00	\$0.00
9				83761783	9/14/2004	\$344,235.74	51	\$0.00	\$0.00
10				83761915	9/14/2004	\$38,214.40	51	\$0.00	\$0.00
11				83800664	9/21/2004	\$17,913.60	44	\$0.00	\$17,913.60
12				83801679	9/21/2004	\$603,970.56	44	\$0.00	\$603,970.56
13				83801680	9/21/2004	\$111,978.24	44	\$0.00	\$111,978.24
14				85017567	9/24/2004	\$92,637.44	41	\$0.00	\$92,637.44
15				85027778	9/28/2004	\$13,435.20	37	\$13,435.20	\$13,435.20
16				85031199	9/28/2004	\$30,819.66	37	\$30,819.66	\$30,819.66
17				85033994	9/28/2004	\$527,716.75	37	\$527,716.75	\$527,716.75
18				85033995	9/28/2004	\$74,652.16	37	\$74,652.16	\$74,652.16
19				85034028	9/28/2004	\$149,304.32	37	\$149,304.32	\$149,304.32
20				85048828	9/30/2004	\$140,379.23	35	\$140,379.23	\$140,379.23
21				Subtotal		\$3,429,769.29 (C)		\$936,307.32	\$1,762,807.16
22	11/4/04	66009162	\$179,213.59	83700448	9/2/2004	\$10,745.69	63	\$0.00	\$0.00
23			. ,	83700449	9/2/2004	\$1,670.40	63	\$0.00	\$0.00
24				83728889	9/9/2004	\$9,839.06	56	\$0.00	\$0.00
25				83728891	9/9/2004	\$27,561.60	56	\$0.00	\$0.00
26				83767480	9/16/2004	\$14,216.56	49	\$0.00	\$0.00
27				83767481	9/16/2004	\$21,715.20	49	\$0.00	\$0.00
28				83807702	9/23/2004	\$17,804.67	42	\$0.00	\$17,804.67
29				83807703	9/23/2004	\$26,726.40	42	\$0.00	\$26,726.40
30				85031189	9/30/2004	\$20,537.21	35	\$20,537.21	\$20,537.21
31				85031190	9/30/2004	\$28,396.80	35	\$28,396.80	\$28,396.80
32				Subtotal		\$179,213.59 (C)		\$48,934.01	\$93,465.08
33	11/4/04	66009161	\$921,765.60	83714552	9/3/2004	\$100,100.70	62	\$0.00	\$0.00
34		22200.07	+·,· 00.00	83723560	9/7/2004	\$41,286.00	58	\$0.00	\$0.00
35				83743949	9/10/2004	\$41,286.00	55	\$0.00	\$0.00
36				83744987	9/10/2004	\$87,425.10	55	\$0.00	\$0.00
37				83756461	9/13/2004	\$82,910.10	52	\$0.00	\$0.00
38				83769957	9/15/2004	\$49,639.80	50	\$0.00	\$0.00
00				00100001	J/ 13/2007	ψ+3,003.00	33	ψ0.00	Ψ0.00

Satisfied Invoices

Satisfied Invoices

Cash Paid

Payments Made Outside	е
of Ordinary Course:	

MFC, LLC

Line 39 40 41 42 43 44 45	Date ^(B)	Reference	Amount	Number 83785610 83795164 83809850 85017143 85027840 85033985 85049039 Subtotal	Invoice Date 9/17/2004 9/20/2004 9/22/2004 9/24/2004 9/27/2004 9/28/2004 9/30/2004	Amount \$116,615.10 \$41,382.60 \$120,695.40 \$20,643.00 \$83,538.00 \$70,186.20 \$66,057.60 \$921,765.60	Days Outstanding 48 45 43 41 38 37 35	Normal Distribution Pattern (40 to 75 days) \$0.00 \$0.00 \$0.00 \$0.00 \$83,538.00 \$70,186.20 \$66,057.60 \$219,781.80	Central Range (48 to 69 days) \$0.00 \$41,382.60 \$120,695.40 \$20,643.00 \$83,538.00 \$70,186.20 \$66,057.60 \$402,502.80
47 48 49 50 51	11/5/04	66009160	\$73,675.14	83729913 83769186 83806875 85039016 Subtotal	9/8/2004 9/15/2004 9/22/2004 9/29/2004	\$17,860.64 \$17,860.64 \$17,860.64 \$20,093.22 \$73,675.14	58 51 44 37	\$0.00 \$0.00 \$0.00 \$20,093.22 \$20,093.22	\$0.00 \$0.00 \$17,860.64 \$20,093.22 \$37,953.86
52 53 54 55 56 57 58 59 60 61	11/5/04	66009158	\$215,699.04	83707473 83731629 83737206 83744954 83747047 83775606 83792207 83814967 83706200 Subtotal	9/2/2004 9/8/2004 9/10/2004 9/10/2004 9/11/2004 9/17/2004 9/20/2004 9/24/2004 9/3/2004	\$13,505.05 \$8,347.50 \$35,278.36 \$12,720.00 \$18,216.90 \$52,098.44 \$8,145.79 \$41,328.80 \$26,058.20	64 58 56 56 55 49 46 42 63	\$0.00 \$0.00 \$0.00 \$0.00 \$0.00 \$0.00 \$0.00 \$0.00 \$0.00	\$0.00 \$0.00 \$0.00 \$0.00 \$0.00 \$0.00 \$8,145.79 \$41,328.80 \$0.00 \$49,474.59
62 63 64 65	11/18/04	CK9163	\$7,245.00	83712222 83753233 83792059 Subtotal	9/3/2004 9/13/2004 9/20/2004	\$3,105.00 \$2,070.00 \$2,070.00 \$7,245.00	76 66 59	\$3,105.00 \$0.00 \$0.00 \$3,105.00	\$3,105.00 \$0.00 \$0.00 \$3,105.00
66 67 68 69 70 71 72 73 74 75	12/6/04	66009327	\$780,813.60	83677724 85060242 85090765 85098675 85115988 85138541 85155329 85168963 85174777 85190330	8/27/2004 10/1/2004 10/7/2004 10/8/2004 10/12/2004 10/15/2004 10/19/2004 10/21/2004 10/22/2004 10/26/2004	\$132,791.40 \$8,353.80 \$66,540.60 \$54,203.10 \$70,186.20 \$49,977.90 \$58,283.40 \$112,438.20 \$74,314.80 \$41,575.80	101 66 60 59 55 52 48 46 45	\$132,791.40 \$0.00 \$0.00 \$0.00 \$0.00 \$0.00 \$0.00 \$0.00 \$0.00 \$0.00	\$132,791.40 \$0.00 \$0.00 \$0.00 \$0.00 \$0.00 \$112,438.20 \$74,314.80 \$41,575.80

Payments Made Outside of Ordinary Course:

	Cash Paid				Satisfied Invoices			Payments Made Outside of Ordinary Course:		
Line	Date ^(B)	Reference	Amount	Number	Invoice Date	Amount	Days Outstanding	Normal Distribution Pattern (40 to 75 days)	Central Range (48 to 69 days)	
76				85211881	10/29/2004	\$112,148.40	38	\$112,148.40	\$112,148.40	
77				Subtotal	-	\$780,813.60		\$244,939.80	\$473,268.60	
78	12/6/04	66009328	\$172,502.63	85079230	10/7/2004	\$24,587.10	60	\$0.00	\$0.00	
79				85079231	10/7/2004	\$24,220.80	60	\$0.00	\$0.00	
80				85120315	10/14/2004	\$18,250.70	53	\$0.00	\$0.00	
81				85120316	10/14/2004	\$25,056.00	53	\$0.00	\$0.00	
82				85135191	10/15/2004	\$9,321.59	52	\$0.00	\$0.00	
83				85159282	10/21/2004	\$20,963.63	46	\$0.00	\$20,963.63	
84				85159283	10/21/2004	\$21,715.20	46	\$0.00	\$21,715.20	
85				85196119	10/28/2004	\$10,013.21	39	\$10,013.21	\$10,013.21	
86				85196120	10/28/2004	\$18,374.40	39	\$18,374.40	\$18,374.40	
87				Subtotal	_	\$172,502.63 (C)		\$28,387.61	\$71,066.44	
88	12/6/04	66009324	\$313,092.80	83814966	10/1/2004	\$29,718.30	66	\$0.00	\$0.00	
89				85049345	10/1/2004	\$24,426.00	66	\$0.00	\$0.00	
90				85054229	10/1/2004	\$407.10	66	\$0.00	\$0.00	
91				85090085	10/8/2004	\$24,426.00	59	\$0.00	\$0.00	
92				85049346	10/1/2004	\$44,418.96	66	\$0.00	\$0.00	
93				85090086	10/8/2004	\$35,925.78	59	\$0.00	\$0.00	
94				85127969	10/15/2004	\$2,022.00	52	\$0.00	\$0.00	
95				85127970	10/15/2004	\$51,397.34	52	\$0.00	\$0.00	
96				85166609	10/22/2004	\$18,912.60	45	\$0.00	\$18,912.60	
97				85166610	10/22/2004	\$36,186.56	45	\$0.00	\$36,186.56	
98				85203283	10/29/2004	\$9,525.60	38	\$9,525.60	\$9,525.60	
99				85203402	10/29/2004	\$16,284.00	38	\$16,284.00	\$16,284.00	
100				85203403	10/29/2004	\$19,442.56	38	\$19,442.56	\$19,442.56	
101				Subtotal	-	\$313,092.80 (C)		\$45,252.16	\$100,351.32	
102	12/7/04	66009326	\$68,093.69	LN2635	10/6/2004	\$21,209.51	62	\$0.00	\$0.00	
103			, ,	85121022	10/13/2004	\$2,232.58	55	\$0.00	\$0.00	
104				85160479	10/20/2004	\$13,395.48	48	\$0.00	\$0.00	
105				85195534	10/27/2004	\$13,395.48	41	\$0.00	\$13,395.48	
106				83699628	9/1/2004	\$17,860.64	97	\$17,860.64	\$17,860.64	
106				Subtotal	<u>-</u>	\$68,093.69	-	\$17,860.64	\$31,256.12	
					-					
107	12/15/04	66009325	\$3,445,804.86	85073944	10/5/2004	\$653,561.13	71	\$0.00	\$653,561.13	
108				85073945	10/5/2004	\$74,652.16	71	\$0.00	\$74,652.16	
109				85098251	10/8/2004	\$77,208.08	68	\$0.00	\$0.00	
110				85114963	10/12/2004	\$585,891.48	64	\$0.00	\$0.00	
111				85114965	10/12/2004	\$37,326.08	64	\$0.00	\$0.00	

Satisfied Invoices

Cash Paid

Payments Made Outside of Ordinary Course:

_		Gasii i alu			Satisfied invoice.	<u> </u>		Oi Oidinary	Jourse.
Line	Date (B)	Reference	Amount	Number	Invoice Date	Amount	Days Outstanding	Normal Distribution Pattern (40 to 75 days)	Central Range (48 to 69 days)
112				85137479	10/16/2004	\$241,655.74	60	\$0.00	\$0.00
113				85154399	10/19/2004	\$554,585.45	57	\$0.00	\$0.00
114				85154400	10/19/2004	\$37,326.08	57	\$0.00	\$0.00
115				85174792	10/22/2004	\$25,736.03	54	\$0.00	\$0.00
116				85174800	10/22/2004	\$112,866.56	54	\$0.00	\$0.00
117				85174801	10/22/2004	\$37,326.08	54	\$0.00	\$0.00
118				85185154	10/25/2004	\$51,472.06	51	\$0.00	\$0.00
119				85190656	10/26/2004	\$102,944.13	50	\$0.00	\$0.00
120				85190676	10/26/2004	\$403,827.30	50	\$0.00	\$0.00
121				85210892	10/30/2004	\$243,323.34	46	\$0.00	\$243,323.34
122				85212162	10/30/2004	\$30,611.20	46	\$0.00	\$30,611.20
123				85071998	10/5/2004	\$28,618.25	71	\$0.00	\$28,618.25
124				85073968	10/5/2004	\$76,428.80	71	\$0.00	\$76,428.80
125				85113368	10/12/2004	\$19,812.63	64	\$0.00	\$0.00
126				85153579	10/19/2004	\$26,416.84	57	\$0.00	\$0.00
127				85188397	10/26/2004	\$24,215.44	50	\$0.00	\$0.00
128				Subtotal		\$3,445,804.86 (C)		\$0.00	\$1,107,194.88
129	12/31/04	CK9329	\$9,315.00	85057232	10/1/2004	\$3,105.00	91	\$3,105.00	\$3,105.00
130				85064921	10/4/2004	\$3,105.00	88	\$3,105.00	\$3,105.00
131				85181970	10/25/2004	\$1,035.00	67	\$0.00	\$0.00
132				85198020	10/27/2004	\$2,070.00	65	\$0.00	\$0.00
133				Subtotal		\$9,315.00		\$6,210.00	\$6,210.00
134	1/18/05	66009531	\$211,962.31	85235744	11/5/2004	\$18,714.75	74	\$0.00	\$18,714.75
135				85235745	11/5/2004	\$35,132.00	74	\$0.00	\$35,132.00
136				85277071	11/11/2004	\$2,301.80	68	\$0.00	\$0.00
137				85277953	11/12/2004	\$19,947.90	67	\$0.00	\$0.00
138				85277954	11/12/2004	\$33,479.80	67	\$0.00	\$0.00
139				85314232	11/19/2004	\$15,062.70	60	\$0.00	\$0.00
140				85314233	11/19/2004	\$18,699.60	60	\$0.00	\$0.00
141				85340396	11/24/2004	\$26,054.40	55	\$0.00	\$0.00
142				85340397	11/24/2004	\$42,569.36	55	\$0.00	\$0.00
143				Subtotal		\$211,962.31 (C)		\$0.00	\$53,846.75
144	1/18/05	66009532	\$1,719,944.00	85224930	11/2/2004	\$17,419.18	77	\$17,419.18	\$17,419.18
145				85225413	11/2/2004	\$284,286.14	77	\$284,286.14	\$284,286.14
146				85225414	11/2/2004	\$37,326.08	77	\$37,326.08	\$37,326.08
147				85229801	11/3/2004	\$38,214.40	76	\$38,214.40	\$38,214.40
148				85245400	11/6/2004	\$329,719.04	73	\$0.00	\$329,719.04
149				85261174	11/10/2004	\$19,812.63	69	\$0.00	\$0.00

Payments Made Outside

\$0.00

\$0.00

MFC, LLC

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_	Cash Paid				Satisfied Invoices	3		of Ordinary Course:		
Line	Date ^(B)	Reference	Amount	Number	Invoice Date	Amount	Days Outstanding	Normal Distribution Pattern (40 to 75 days)	Central Range (48 to 69 days)	
150				85263233	11/10/2004	\$409,768.73	69	\$0.00	\$0.00	
151				85263350	11/10/2004	\$111,068.16	69	\$0.00	\$0.00	
152				85286325	11/12/2004	\$177,492.48	67	\$0.00	\$0.00	
153				85286326	11/12/2004	\$37,022.72	67	\$0.00	\$0.00	
154				85298029	11/16/2004	\$11,007.02	63	\$0.00	\$0.00	
155				85300104	11/16/2004	\$246,807.42	63	\$0.00	\$0.00	
156				Subtotal		\$1,719,944.00 (C)		\$377,245.80	\$706,964.84	
157	1/18/05	66009533	\$68,093.69	85229591	11/3/2004	\$16,744.35	76	\$16,744.35	\$16,744.35	
158				85261618	11/10/2004	\$12,279.19	69	\$0.00	\$0.00	
159				85305643	11/17/2004	\$16,744.35	62	\$0.00	\$0.00	
160				85348495	11/24/2004	\$22,325.80	55	\$0.00	\$0.00	
161				Subtotal		\$68,093.69		\$16,744.35	\$16,744.35	
162	1/25/05	66009564	\$2,184,448.15	85300104	11/16/2004	\$344,118.59	70	\$0.00	\$344,118.59	
163				85300105	11/16/2004	\$37,022.72	70	\$0.00	\$37,022.72	
164				85324807	11/19/2004	\$60,248.32	67	\$0.00	\$0.00	
165				85340168	11/23/2004	\$26,416.84	63	\$0.00	\$0.00	
166				85342794	11/23/2004	\$741,447.68	63	\$0.00	\$0.00	
167				85342795	11/23/2004	\$37,022.72	63	\$0.00	\$0.00	
168				85364212	11/30/2004	\$24,215.44	56	\$0.00	\$0.00	
169				85366822	11/30/2004	\$913,955.84	56	\$0.00	\$0.00	
170				Subtotal		\$2,184,448.15 (C)		\$0.00	\$381,141.31	
171	1/25/05	66009565	\$567,105.16	85245326	11/5/2004	\$77,611.96	81	\$77,611.96	\$77,611.96	
172				85255290	11/8/2004	\$66,057.60	78	\$66,057.60	\$66,057.60	
173				85286621	11/12/2004	\$103,649.70	74	\$0.00	\$103,649.70	
174				85300118	11/16/2004	\$45,945.90	70	\$0.00	\$45,945.90	
175				85324340	11/19/2004	\$61,929.00	67	\$0.00	\$0.00	
176				85324354	11/19/2004	\$8,353.80	67	\$0.00	\$0.00	
177				85335212	11/22/2004	\$45,945.90	64	\$0.00	\$0.00	
178				85350631	11/24/2004	\$62,653.50	62	\$0.00	\$0.00	
179				85361158	11/29/2004	\$61,929.00	57	\$0.00	\$0.00	
180				85368093	11/30/2004	\$33,028.80	56	\$0.00	\$0.00	
181				Subtotal		\$567,105.16 (C)		\$143,669.56	\$293,265.16	
182	1/25/05	66009566	\$154,740.14	85229030	11/4/2004	\$14,652.52	82	\$14,652.52	\$14,652.52	
183				85229032	11/4/2004	\$26,726.40	82	\$26,726.40	\$26,726.40	
184				85262005	11/11/2004	\$14,783.15	75	\$0.00	\$14,783.15	
185				85262006	11/11/2004	\$24,220.80	75	\$0.00	\$24,220.80	
400				05005444	44/40/0004	ΦΕ 004 00	00	Φ0.00	Φ0.00	

\$5,934.89

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11/18/2004

85305141

Delphi Automotive Systems U5-44481-Payments Made Outside Of Ordinary Course (A) November 4, 2004 Through February 2, 2005

MFC, LLC

Payments Made Outside

		Cash Paid			Satisfied Invoices			of Ordinary Course:		
Line	Date ^(B)	Reference	Amount	Number	Invoice Date	Amount	Days Outstanding	Normal Distribution Pattern (40 to 75 days)	Central Range (48 to 69 days)	
187				85305142	11/18/2004	\$13,363.20	68	\$0.00	\$0.00	
188				85321145	11/19/2004	\$2,239.60	67	\$0.00	\$0.00	
189				85333885	11/24/2004	\$22,584.06	62	\$0.00	\$0.00	
190				85333886	11/24/2004	\$28,396.80	62	\$0.00	\$0.00	
191				85349514	11/24/2004	\$1,838.72	62	\$0.00	\$0.00	
192				Subtotal	-	\$154,740.14 (C)		\$41,378.92	\$80,382.87	
193	1/25/05	66009567	\$17,595.00	85024627	9/27/2004	\$3,105.00	120	\$3,105.00	\$3,105.00	
194				85217611	11/1/2004	\$2,070.00	85	\$2,070.00	\$2,070.00	
195				85252963	11/8/2004	\$2,070.00	78	\$2,070.00	\$2,070.00	
196				85307325	11/17/2004	\$2,070.00	69	\$0.00	\$0.00	
197				85307341	11/17/2004	\$2,070.00	69	\$0.00	\$0.00	
198				85357382	11/29/2004	\$3,105.00	57	\$0.00	\$0.00	
199				85366766	11/30/2004	\$3,105.00	56	\$0.00	\$0.00	
200				Subtotal	- -	\$17,595.00		\$7,245.00	\$7,245.00	
201	Grand Totals		\$ 14,540,878.69			\$14,540,878.69		\$2,157,155.19	\$5,678,246.13	

⁽A) Discovery in this matter is ongoing and we reserve the right to update our analysis as additional documents are produced.

⁽B) Date Delphi received check in its lockbox. If check was not sent to Delphi's lockbox, used date check was received by cash analyst at Delphi.

⁽C) This batch of invoices was satisfied with cash payments and credit memos. In order to reflect the cash payments made, the gross amount of invoices satisfied was reduced by the amount satisfied by credit memos. If a credit memo was applicable to a specific invoice that was included in this batch of invoices, the invoice amount listed above equals the gross invoice amount reduced by the respective credit memo. For those credit memos that were not applicable to a specific invoice included in this batch of invoices, the total of these credit memos was taken against the first chronological invoice with a total large enough to absorb the total of these credit memos.

Exhibit C

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Possible Preference Payments After Applying

Delphi Automotive Systems

		Cash Payments		Invoices Issued			Cash Payments Ordinary (Outside of Ordinary		Course Defense Value Exception	
Line	Transaction	Date (B)	Check #	Amount	Invoice #	Amount	Application of New Value Exception Only	Normal Distribution Pattern (40 to 75 days)	Central Range (48 to 69 days)	Normal Distribution Pattern (40 to 75 days)	Central Range (48 to 69 days)
1	Invoice Issued	11/4/2004			85229030	\$15,229.18					
2	Invoice Issued	11/4/2004			85229032	\$26,726.40					
3	Cash Payment	11/4/2004	66009159	\$3,429,769.29	*********		\$3,429,769.29	\$936,307.32	\$1,762,807.16	\$936,307.32	\$1,762,807.16
4	Cash Payment	11/4/2004	66009161	\$921,765.60			\$4,351,534.89	\$219,781.80	\$402,502.80	\$1,156,089.12	\$2,165,309.96
5	Cash Payment	11/4/2004	66009162	\$179,213.59			\$4,530,748.48	\$48,934.01	\$93,465.08	\$1,205,023.13	\$2,258,775.04
6	Invoice Issued	11/5/2004		, ,,	85235744	\$18,726.60	\$4,512,021.88	, ,,,,	, ,	\$1,186,296.53	\$2,240,048.44
7	Invoice Issued	11/5/2004			85235745	\$34,939.96 (C)	\$4,477,081.92			\$1,151,356.57	\$2,205,108.48
8	Invoice Issued	11/5/2004			85245326	\$79,216.20	\$4,397,865.72			\$1,072,140.37	\$2,125,892.28
9	Cash Payment	11/5/2004	66009158	\$215,699.04			\$4,613,564.76	\$0.00	\$49,474.59	\$1,072,140.37	\$2,175,366.87
10	Cash Payment	11/5/2004	66009160	\$73,675.14			\$4,687,239.90	\$20,093.22	\$37,953.86	\$1,092,233.59	\$2,213,320.73
11	Invoice Issued	11/6/2004			85245400	\$329,719.04	\$4,357,520.86			\$762,514.55	\$1,883,601.69
12	Invoice Issued	11/8/2004			85252963	\$2,070.00	\$4,355,450.86			\$760,444.55	\$1,881,531.69
13	Invoice Issued	11/8/2004			85255290	\$66,057.60	\$4,289,393.26			\$694,386.95	\$1,815,474.09
14	Invoice Issued	11/10/2004			85261174	\$19,812.63 ^(C)	\$4,269,580.63			\$674,574.32	\$1,795,661.46
15	Invoice Issued	11/10/2004			85261618	\$12,279.19	\$4,257,301.44			\$662,295.13	\$1,783,382.27
16	Invoice Issued	11/10/2004			85263233	\$409,768.73	\$3,847,532.71			\$252,526.40	\$1,373,613.54
17	Invoice Issued	11/10/2004			85263350	\$111,068.16	\$3,736,464.55			\$141,458.24	\$1,262,545.38
18	Invoice Issued	11/11/2004			85262005	\$14,783.15	\$3,721,681.40			\$126,675.09	\$1,247,762.23
19	Invoice Issued	11/11/2004			85262006	\$24,220.80	\$3,697,460.60			\$102,454.29	\$1,223,541.43
20	Invoice Issued	11/11/2004			85277071	\$2,301.80	\$3,695,158.80			\$100,152.49	\$1,221,239.63
21	Invoice Issued	11/12/2004			85277953	\$19,947.90	\$3,675,210.90			\$80,204.59	\$1,201,291.73
22	Invoice Issued	11/12/2004			85277954	\$33,479.80	\$3,641,731.10			\$46,724.79	\$1,167,811.93
23	Invoice Issued	11/12/2004			85286325	\$177,492.48	\$3,464,238.62			\$0.00	\$990,319.45
24	Invoice Issued	11/12/2004			85286326	\$37,022.72	\$3,427,215.90			\$0.00	\$953,296.73
25	Invoice Issued	11/12/2004			85286621	\$103,649.70	\$3,323,566.20			\$0.00	\$849,647.03
26	Invoice Issued	11/16/2004			85298029	\$11,007.02 ^(C)	\$3,312,559.18			\$0.00	\$838,640.01
27	Invoice Issued	11/16/2004			85300104	\$591,988.48	\$2,720,570.70			\$0.00	\$246,651.53
28	Invoice Issued	11/16/2004			85300105	\$37,022.72	\$2,683,547.98			\$0.00	\$209,628.81
29	Invoice Issued	11/16/2004			85300118	\$45,945.90	\$2,637,602.08			\$0.00	\$163,682.91
30 31	Invoice Issued Invoice Issued	11/17/2004 11/17/2004			85305643 85307325	\$16,744.35	\$2,620,857.73			\$0.00	\$146,938.56
32	Invoice Issued	11/17/2004			85307325 85307341	\$2,070.00 \$2,070.00	\$2,618,787.73			\$0.00 \$0.00	\$144,868.56 \$142,798.56
33					85305141	\$5,934.89	\$2,616,717.73			\$0.00	\$142,798.36 \$136,863.67
34	Invoice Issued Invoice Issued	11/18/2004 11/18/2004			85305141	\$13,363.20	\$2,610,782.84 \$2,597,419.64			\$0.00	\$123,500.47
35	Invoice Issued	11/19/2004			85314232	\$15,062.70	\$2,582,356.94			\$0.00	\$108,437.77
36	Invoice Issued	11/19/2004			85314233	\$18,699.60	\$2,563,657.34			\$0.00	\$89,738.17
37	Invoice Issued	11/19/2004			85321145	\$2,239.60	\$2,561,417.74			\$0.00	\$87,498.57
38	Invoice Issued	11/19/2004			85324340	\$61,929.00	\$2,499,488.74			\$0.00	\$25,569.57
39	Invoice Issued	11/19/2004			85324354	\$8,353.80	\$2,491,134.94			\$0.00	\$17,215.77
40	Invoice Issued	11/19/2004			85324807	\$60,248.32	\$2,430,886.62			\$0.00	\$0.00
41	Invoice Issued	11/22/2004			85335212	\$45,945.90	\$2,384,940.72			\$0.00	\$0.00
42	Invoice Issued	11/23/2004			85340168	\$26,416.84 ^(C)	\$2,358,523.88			\$0.00	\$0.00
43	Invoice Issued	11/23/2004			85342794	\$741,447.68	\$1,617,076.20			\$0.00	\$0.00
44	Invoice Issued	11/23/2004			85342795	\$37,022.72	\$1,580,053.48			\$0.00	\$0.00
45	Invoice Issued	11/24/2004			85333885	\$22,584.06	\$1,557,469.42			\$0.00	\$0.00
46	Invoice Issued	11/24/2004			85333886	\$28,396.80	\$1,529,072.62			\$0.00	\$0.00
47	Invoice Issued	11/24/2004			85340396	\$26,054.40	\$1,503,018.22			\$0.00	\$0.00
48	Invoice Issued	11/24/2004			85340397	\$42,569.36 (C)	\$1,460,448.86			\$0.00	\$0.00
49	Invoice Issued	11/24/2004			85349514	\$1,838.72	\$1,458,610.14			\$0.00	\$0.00
50	Invoice Issued	11/24/2004			85348495	\$22,325.80	\$1,436,284.34			\$0.00	\$0.00

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Possible Preference Payments After Applying

Delphi Automotive Systems

			Cash Payments Ir		Invoice	s Issued		Cash Payments Ordinary (
Line	Transaction	Date (B)	Check #	Amount	Invoice #	Amount	Application of New Value Exception Only	Normal Distribution Pattern (40 to 75 days)	Central Range (48 to 69 days)	Normal Distribution Pattern (40 to 75 days)	Central Range (48 to 69 days)	
51	Invoice Issued	11/24/2004			85350631	\$62,653.50	\$1,373,630.84			\$0.00	\$0.00	
52	Invoice Issued	11/29/2004			85357382	\$3,105.00	\$1,370,525.84			\$0.00	\$0.00	
53	Invoice Issued	11/29/2004			85361158	\$61,929.00	\$1,308,596.84			\$0.00	\$0.00	
54	Invoice Issued	11/30/2004			85364212	\$24,215.44 ^(C)	\$1,284,381.40			\$0.00	\$0.00	
55	Invoice Issued	11/30/2004			85366766	\$3,105.00	\$1,281,276.40			\$0.00	\$0.00	
56	Invoice Issued	11/30/2004			85366822	\$913,955.84	\$367,320.56			\$0.00	\$0.00	
57	Invoice Issued	11/30/2004	01/04/00	Φ7.04F.00	85368093	\$33,028.80	\$334,291.76	A0 405 00	#0.405.00	\$0.00	\$0.00	
58 59	Cash Payment Invoice Issued	11/30/2004 12/1/2004	CK9163	\$7,245.00	0085371753	\$17,860.64	\$341,536.76 \$323,676.12	\$3,105.00	\$3,105.00	\$3,105.00 \$0.00	\$3,105.00 \$0.00	
60	Invoice Issued	12/1/2004			0085374386	\$50,074.50	\$273,601.62			\$0.00	\$0.00	
61	Invoice Issued	12/2/2004			0085371825	\$21,063.38	\$252,538.24			\$0.00	\$0.00	
62	Invoice Issued	12/2/2004			0085371826	\$26,726.40	\$225,811.84			\$0.00	\$0.00	
63	Invoice Issued	12/2/2004			0085380921	\$4,479.20	\$221,332.64			\$0.00	\$0.00	
64	Invoice Issued	12/3/2004			0085381247	\$28,497.00	\$192,835.64			\$0.00	\$0.00	
65 66	Invoice Issued Invoice Issued	12/3/2004 12/3/2004			0085381248 0085390958	\$43,594.40 \$83,248.20	\$149,241.24 \$65,993.04			\$0.00 \$0.00	\$0.00 \$0.00	
67	Invoice Issued	12/6/2004			0085398515	\$2,070.00	\$63,923.04			\$0.00	\$0.00	
68	Invoice Issued	12/6/2004			0085401777	\$70,186.20	\$0.00			\$0.00	\$0.00	
69	Invoice Issued	12/6/2004			0085402369	\$8,353.80	\$0.00			\$0.00	\$0.00	
70	Cash Payment	12/6/2004	66009324	\$313,092.80			\$313,092.80	\$45,252.16	\$100,351.32	\$45,252.16	\$100,351.32	
71	Cash Payment	12/6/2004	66009327	\$780,813.60			\$1,093,906.40	\$244,939.80	\$473,268.60	\$290,191.96	\$573,619.92	
72 73	Cash Payment Invoice Issued	12/6/2004 12/7/2004	66009328	\$172,502.63	0085410835	\$25,061.40	\$1,266,409.03 \$1,241,347.63	\$28,387.61	\$71,066.44	\$318,579.57 \$293,518.17	\$644,686.36 \$619,624.96	
73 74	Cash Payment	12/7/2004	66009326	\$68,093.69	0065410655	\$25,061.40	\$1,309,441.32	\$17,860.64	\$31,256.12	\$311,378.81	\$650,881.08	
75	Invoice Issued	12/8/2004	00000020	φοσ,σσσ.σσ	0085409330	\$22,392.00	\$1,287,049.32	ψ11,000.01	ψο 1,200.12	\$288,986.81	\$628,489.08	
76	Invoice Issued	12/8/2004			0085410262	\$658,347.52	\$628,701.80			\$0.00	\$0.00	
77	Invoice Issued	12/8/2004			0085410263	\$37,022.72	\$591,679.08			\$0.00	\$0.00	
78	Invoice Issued Invoice Issued	12/8/2004			0085416069	\$13,395.48	\$578,283.60			\$0.00	\$0.00	
79 80	Invoice Issued	12/8/2004 12/8/2004			0085417551 0085419447	\$50,531.84 \$16,514.40	\$527,751.76 \$511,237.36			\$0.00 \$0.00	\$0.00 \$0.00	
81	Invoice Issued	12/9/2004			0085416747	\$14,154.53	\$497,082.83			\$0.00	\$0.00	
82	Invoice Issued	12/9/2004			0085416748	\$21,715.20	\$475,367.63			\$0.00	\$0.00	
83	Invoice Issued	12/10/2004			0085424689	\$36,807.20	\$438,560.43			\$0.00	\$0.00	
84	Invoice Issued	12/10/2004			0085424690	\$22,390.50	\$416,169.93			\$0.00	\$0.00	
85	Invoice Issued	12/10/2004			0085432061 0085435453	\$49,977.90	\$366,192.03			\$0.00	\$0.00 \$0.00	
86 87	Invoice Issued Invoice Issued	12/10/2004 12/13/2004			0085443702	\$66,588.90 \$1,035.00	\$299,603.13 \$298,568.13			\$0.00 \$0.00	\$0.00	
88	Invoice Issued	12/14/2004			0085452072	\$11,196.00	\$287,372.13			\$0.00	\$0.00	
89	Invoice Issued	12/14/2004			0085453537	\$688,037.12	\$0.00			\$0.00	\$0.00	
90	Invoice Issued	12/15/2004			0085454401	\$57,800.40	\$0.00			\$0.00	\$0.00	
91	Invoice Issued	12/15/2004			0085459265	\$6,697.74	\$0.00			\$0.00	\$0.00	
92 93	Cash Payment Invoice Issued	12/15/2004 12/16/2004	66009325	\$3,445,804.86	0085459321	\$16,376.28	\$3,445,804.86 \$3,429,428.58	\$0.00	\$1,107,194.88	\$0.00 \$0.00	\$1,107,194.88 \$1,090,818.60	
93	Invoice Issued	12/16/2004			0085459321	\$24,220.80	\$3,405,207.78			\$0.00	\$1,066,597.80	
95	Invoice Issued	12/16/2004			0085462452	\$41,624.10	\$3,363,583.68			\$0.00	\$1,024,973.70	
96	Invoice Issued	12/17/2004			0085467851	\$13,841.40	\$3,349,742.28			\$0.00	\$1,011,132.30	
97	Invoice Issued	12/17/2004			0085467852	\$18,139.00	\$3,331,603.28			\$0.00	\$992,993.30	
98	Invoice Issued	12/17/2004			0085477476	\$95,585.70	\$3,236,017.58			\$0.00	\$897,407.60	
99 100	Invoice Issued Invoice Issued	12/21/2004 12/21/2004			0085487572 0085492622	\$6,770.00 \$22,392.00	\$3,229,247.58 \$3,206,855.58			\$0.00 \$0.00	\$890,637.60 \$868,245.60	
101	Invoice Issued	12/21/2004			0085494086	\$820,290.56	\$2,386,565.02			\$0.00	\$47,955.04	
102	Invoice Issued	12/21/2004			0085494087	\$37,022.72	\$2,349,542.30			\$0.00	\$10,932.32	
103	Invoice Issued	12/21/2004			0085494105	\$25,265.92	\$2,324,276.38			\$0.00	\$0.00	
104	Invoice Issued	12/22/2004			0085498000	\$2,070.00	\$2,322,206.38			\$0.00	\$0.00	
105	Invoice Issued	12/23/2004			0085500779	\$17,860.64	\$2,304,345.74			\$0.00	\$0.00	
106 107	Invoice Issued Invoice Issued	12/27/2004 12/27/2004			0085499044 0085499045	\$19,947.90 \$31,730.20	\$2,284,397.84 \$2,252,667.64			\$0.00 \$0.00	\$0.00 \$0.00	
108	Cash Payment	12/29/2004	CK9329	\$9,315.00		Ţ= :,. OO.EO	\$2,261,982.64	\$6,210.00	\$6,210.00	\$6,210.00	\$6,210.00	

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Delphi Automotive Systems

			Cash	Payments	Invoice	es Issued		Cash Payments Ordinary (Possible Preference Payr Ordinary Cours and New Value	se Defense
Line	Transaction	Date (B)	Check #	Amount	Invoice #	Amount	Application of New Value Exception Only	Normal Distribution Pattern (40 to 75 days)	Central Range (48 to 69 days)	Normal Distribution Pattern (40 to 75 days)	Central Range (48 to 69 days)
109	Invoice Issued	12/30/2004			0085543600	\$12,385.80	\$2,249,596.84			\$0.00	\$0.00
110	Invoice Issued	12/30/2004			0085543601	\$199,235.40	\$2,050,361.44			\$0.00	\$0.00
111	Invoice Issued	1/3/2005			0085504255	\$9,139.00	\$2,041,222.44			\$0.00	\$0.00
112	Invoice Issued	1/3/2005			0085504256	\$15,868.80	\$2,025,353.64			\$0.00	\$0.00
113	Invoice Issued	1/3/2005			0085546553	\$4,140.00	\$2,021,213.64			\$0.00	\$0.00
114	Invoice Issued	1/4/2005			0085552039	\$22,392.00	\$1,998,821.64			\$0.00	\$0.00
115	Invoice Issued	1/4/2005			0085553898	\$672,705.28	\$1,326,116.36			\$0.00	\$0.00
116 117	Invoice Issued Invoice Issued	1/4/2005 1/5/2005			0085553900 0085554449	\$37,022.72 \$7,853.20	\$1,289,093.64 \$1,281,240.44			\$0.00 \$0.00	\$0.00 \$0.00
117	Invoice Issued	1/5/2005			0085558436	\$6,697.74	\$1,274,542.70			\$0.00	\$0.00
119	Invoice Issued	1/6/2005			0085552571	\$11,797.33	\$1,262,745.37			\$0.00	\$0.00
120	Invoice Issued	1/6/2005			0085552572	\$17,539.20	\$1,245,206.17			\$0.00	\$0.00
121	Invoice Issued	1/6/2005			0085552575	\$4,596.80	\$1,240,609.37			\$0.00	\$0.00
122	Invoice Issued	1/7/2005			0085563167	\$18,726.60	\$1,221,882.77			\$0.00	\$0.00
123	Invoice Issued	1/7/2005			0085563169	\$39,660.40	\$1,182,222.37			\$0.00	\$0.00
124	Invoice Issued	1/7/2005			0085571278	\$132,542.40	\$1,049,679.97			\$0.00	\$0.00
125 126	Invoice Issued Invoice Issued	1/10/2005 1/11/2005			0085576204 0085584172	\$2,070.00 \$17,539.20	\$1,047,609.97 \$1,030,070.77			\$0.00 \$0.00	\$0.00 \$0.00
127	Invoice Issued	1/11/2005			0085584802	\$44,784.00	\$985,286.77			\$0.00	\$0.00
128	Invoice Issued	1/11/2005			0085585832	\$38,214.40	\$947,072.37			\$0.00	\$0.00
129	Invoice Issued	1/11/2005			0085586190	\$612,800.00	\$334,272.37			\$0.00	\$0.00
130	Invoice Issued	1/11/2005			0085586191	\$37,022.72	\$297,249.65			\$0.00	\$0.00
131	Invoice Issued	1/12/2005			0085591558	\$5,581.45	\$291,668.20			\$0.00	\$0.00
132	Invoice Issued	1/13/2005			0085591297	\$7,701.16	\$283,967.04			\$0.00	\$0.00
133	Invoice Issued	1/13/2005			0085591298	\$20,880.00	\$263,087.04			\$0.00	\$0.00
134	Invoice Issued	1/13/2005			0085591299	\$9,193.60	\$253,893.44			\$0.00	\$0.00
135 136	Invoice Issued Invoice Issued	1/13/2005			0085600242	\$1,365.39	\$252,528.05			\$0.00	\$0.00
136	Invoice Issued	1/13/2005 1/13/2005			0085600243 0085600911	\$2,505.60 \$28,778.40	\$250,022.45 \$221,244.05			\$0.00 \$0.00	\$0.00 \$0.00
138	Invoice Issued	1/13/2005			0085599112	\$6,672.60	\$214,571.45			\$0.00	\$0.00
139	Invoice Issued	1/14/2005			0085599116	\$407.10	\$214,164.35			\$0.00	\$0.00
140	Invoice Issued	1/14/2005			0085599138	\$6,761.70	\$207,402.65			\$0.00	\$0.00
141	Invoice Issued	1/14/2005			0085599139	\$25,880.20	\$181,522.45			\$0.00	\$0.00
142	Invoice Issued	1/14/2005			0085606880	\$61,668.00	\$119,854.45			\$0.00	\$0.00
143	Invoice Issued	1/15/2005			0085610747	\$33,283.20	\$86,571.25			\$0.00	\$0.00
144	Invoice Issued	1/18/2005			0085618827	\$17,913.60	\$68,657.65			\$0.00	\$0.00
145 146	Invoice Issued Cash Payment	1/18/2005 1/18/2005	66009531	\$211,962.31	0085620332	\$547,348.48	\$0.00 \$211,962.31	\$0.00	\$53,846.75	\$0.00 \$0.00	\$0.00 \$53,846.75
147	Cash Payment	1/18/2005	66009532	\$1,719,944.00			\$1,931,906.31	\$377,245.80	\$706,964.84	\$377,245.80	\$760,811.59
148	Cash Payment	1/18/2005	66009533	\$68,093.69			\$2,000,000.00	\$16,744.35	\$16,744.35	\$393,990.15	\$777,555.94
149	Invoice Issued	1/19/2005		****	0085623818	\$6,697.74	\$1,993,302.26	* -,	* -,	\$387,292.41	\$770,858.20
150	Invoice Issued	1/19/2005			0085627838	\$24,962.40	\$1,968,339.86			\$362,330.01	\$745,895.80
151	Invoice Issued	1/20/2005			0085624957	\$10,431.94	\$1,957,907.92			\$351,898.07	\$735,463.86
152	Invoice Issued	1/20/2005			0085624958	\$26,726.40	\$1,931,181.52			\$325,171.67	\$708,737.46
153	Invoice Issued	1/20/2005			0085624959	\$4,596.80	\$1,926,584.72			\$320,574.87	\$704,140.66
154 155	Invoice Issued Invoice Issued	1/20/2005			0085633844	\$339.25	\$1,926,245.47			\$320,235.62	\$703,801.41
156	Invoice Issued	1/21/2005 1/21/2005			0085634072 0085634073	\$13,434.30 \$38,057.20	\$1,912,811.17 \$1,874,753.97			\$306,801.32 \$268,744.12	\$690,367.11 \$652,309.91
156	Invoice Issued	1/21/2005			0085643733	\$49,334.40	\$1,825,419.57			\$219,409.72	\$602,975.51
158	Invoice Issued	1/24/2005			85645417	\$41,604.00	\$1,783,815.57			\$177,805.72	\$561,371.51
159	Invoice Issued	1/24/2005			85654288	\$24,913.20	\$1,758,902.37			\$152,892.52	\$536,458.31
160	Invoice Issued	1/24/2005			85661028	\$37,022.72	\$1,721,879.65			\$115,869.80	\$499,435.59
161	Invoice Issued	1/25/2005			85658461	\$20,152.80	\$1,701,726.85			\$95,717.00	\$479,282.79
162	Invoice Issued	1/25/2005			85660241	\$76,487.68	\$1,625,239.17			\$19,229.32	\$402,795.11
163	Invoice Issued	1/25/2005			85660459	\$523,687.68	\$1,101,551.49			\$0.00	\$0.00
164 165	Invoice Issued Invoice Issued	1/25/2005 1/25/2005			85660460 85660467	\$37,022.72 \$114,731.52	\$1,064,528.77 \$949,797.25			\$0.00 \$0.00	\$0.00 \$0.00
166	Cash Payment	1/25/2005	66009564	\$2,184,448.15	03000407	ψ11-7,701.02	\$3,134,245.40	\$0.00	\$381,141.31	\$0.00	\$381,141.31
167	Cash Payment	1/25/2005	66009565	\$567,105.16			\$3,701,350.56	\$143,669.56	\$293,265.16	\$143,669.56	\$674,406.47
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Possible Preference Payments After Applying

Delphi Automotive Systems

			Cash I	Payments	Invoices Issued			Cash Payments Ordinary (Ordinary Course Defense and New Value Exception	
Line	Transaction	Date (B)	Check #	Amount	Invoice #	Amount	Application of New Value Exception Only	Normal Distribution Pattern (40 to 75 days)	Central Range (48 to 69 days)	Normal Distribution Pattern (40 to 75 days)	Central Range (48 to 69 days)
168	Cash Payment	1/25/2005	66009566	\$154,740.14			\$3,856,090.70	\$41,378.92	\$80,382.87	\$185,048.48	\$754,789.34
169	Cash Payment	1/25/2005	66009567	\$17,595.00			\$3,873,685.70	\$7,245.00	\$7,245.00	\$192,293.48	\$762,034.34
170	Invoice Issued	1/26/2005			85665274	\$10,046.61	\$3,863,639.09			\$182,246.87	\$751,987.73
171	Invoice Issued	1/26/2005			85667608	\$37,433.60	\$3,826,205.49			\$144,813.27	\$714,554.13
172	Invoice Issued	1/27/2005			85665258	\$11,551.74	\$3,814,653.75			\$133,261.53	\$703,002.39
173	Invoice Issued	1/27/2005			85665259	\$42,679.36	\$3,771,974.39			\$90,582.17	\$660,323.03
174	Invoice Issued	1/27/2005			85673601	\$32,889.60	\$3,739,084.79			\$57,692.57	\$627,433.43
175	Invoice Issued	1/28/2005			85679992	\$115,556.40	\$3,623,528.39			\$0.00	\$511,877.03
176	Invoice Issued	1/31/2005			85671015	\$61,225.40	\$3,562,302.99			\$0.00	\$450,651.63
177	Invoice Issued	1/31/2005			85687406	\$49,875.60	\$3,512,427.39			\$0.00	\$400,776.03
178	Invoice Issued	2/1/2005			85686914	\$335,244.80	\$3,177,182.59			\$0.00	\$65,531.23
179	Invoice Issued	2/1/2005			85687041	\$305,950.72	\$2,871,231.87			\$0.00	\$0.00
180	Invoice Issued	2/1/2005			85694642	\$28,682.88	\$2,842,548.99			\$0.00	\$0.00
181	Invoice Issued	2/1/2005			85694643	\$44,817.00	\$2,797,731.99			\$0.00	\$0.00
182	Grand Totals		<u>-</u>	\$14,540,878.69	-	\$12,743,573.20		\$2,157,155.19	\$5,678,246.13		

⁽A) Discovery in this matter is ongoing and we reserve the right to update our analysis as additional documents are produced.

⁽B) If cash payment, date Delphi received check in its lockbox (if check was not sent to Delphi's lockbox, used date check was received by cash analyst at Delphi). Invoice issued date is invoice date.

⁽C) Amount is equal to gross invoice amount as issued less credit memo also issued during the preference period which was applicable to this invoice.